

# ATTACHMENT 36

**HIGHLY CONFIDENTIAL**

Littlefield, Virginia G.

March 19, 2014

1

IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

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----- )  
IN RE: PROCESSED EGG PRODUCTS ) MDL No. 2002  
ANTITRUST LITIGATION ) 09-md-02002  
----- )  
----- )  
THIS DOCUMENT RELATES TO: )  
----- )  
The Kroger Co., et al. v. ) HIGHLY  
United Egg Producers, Inc., ) CONFIDENTIAL  
et al., No. 2:10-cv-06705 GP )  
----- )

Denver, Colorado  
Wednesday, March 19, 2014

Videotaped 30(b)(6) deposition of:

VIRGINIA G. LITTLEFIELD

a witness herein, called for examination by counsel  
for Defendants in the above-entitled action before  
DEBBIE ZOETEWEY, RMR, taken pursuant to Notice at  
the offices of Faegre Baker Daniels, 3200 Wells  
Fargo Center, 1700 Lincoln Street, Denver, Colorado  
80203, commencing at 9:21 a.m., when were present  
the following parties:

## HIGHLY CONFIDENTIAL

Littlefield, Virginia G.

March 19, 2014

2 (Pages 2 to 5)

<p>1 APPEARANCES:</p> <p>2</p> <p>3 On behalf of the Plaintiff:</p> <p>4 KEVIN J. MURRAY, ESQ.</p> <p>5 Kenny Nachwalter</p> <p>6 1100 Miami Center</p> <p>7 201 South Biscayne Boulevard</p> <p>8 Miami, Florida 33131-4327</p> <p>9 (305) 373-1000 (305) 372-1861 FAX</p> <p>10 kmurray@Kennynachwalter.com</p> <p>11</p> <p>12 On behalf of Defendant Daybreak Foods:</p> <p>13 ADRIAN FONTECILLA, ESQ.</p> <p>14 Crowell &amp; Moring</p> <p>15 1001 Pennsylvania Avenue, NW</p> <p>16 Washington, DC 20004-2595</p> <p>17 (202) 624-2803 (202) 628-5116 FAX</p> <p>18 afontecilla@crowell.com</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	<p>2</p> <p>1 WITNESS C O N T E N T S</p> <p>2 Examination by Mr. Fontecilla</p> <p>3 E X H I B I T S</p> <p>4</p> <p>5 LITTLEFIELD EXHIBIT NO. PAGE</p> <p>6 Exhibit 1 Defendants' amended notice of 17</p> <p>7 deposition to plaintiff, Safeway, Inc.</p> <p>8 pursuant to the Federal Rule of Civil</p> <p>9 Procedure 30(b)(6)</p> <p>10</p> <p>11 Exhibit 2 Memo from Vincent, 6/4/08, 32</p> <p>12 SFWEGED00024792 through SFWEGED00024795</p> <p>13</p> <p>14 Exhibit 3 Memo from Littlefield, 11/10/06 52</p> <p>15 SFWEGED00041026 through SFWEGED00041028</p> <p>16</p> <p>17 Exhibit 4 FMI meeting notes, 11/29/00, 88</p> <p>18 FMI-001209 through FMI-001210</p> <p>19</p> <p>20 Exhibit 5 Case Management Order No. 10 94</p> <p>21 (Protective Order)</p> <p>22</p> <p>23 Exhibit 6 Memo from Brown, 7/2/01 FMI-001129 99</p> <p>24 through FMI-001142</p> <p>25 Exhibit 7 Retained by Mr. Fontecilla --</p> <p>18 Exhibit 8 Global Animal Welfare Challenges 140</p> <p>19 Various Perspectives, a Marketplace</p> <p>20 Perspective FMI-001714 through</p> <p>21 FMI-001725</p> <p>22 Exhibit 9 Fax from Brown, 8/13/01 FMI-001099 146</p> <p>23 through FMI-001110</p> <p>24 Exhibit 10 Letter to Burd from PETA, PETA 31 153</p> <p>25 through PETA 37</p>
<p>1 APPEARANCES: (Continued)</p> <p>2</p> <p>3 On behalf of the Defendants Michael Foods, Inc.</p> <p>4 and Papetti's Hygrade Egg Products, Inc.:</p> <p>5 (Appearing telephonically)</p> <p>6 BRYCE A. YOUNG, ESQ.</p> <p>7 Leonard, Street &amp; Deinard, P.A.</p> <p>8 150 South Fifth Street, Suite 2300</p> <p>9 Minneapolis, Minnesota 55402</p> <p>10 (612) 335-7252 (612) 335-1657 FAX</p> <p>11 bryce.young@leonard.com</p> <p>12</p> <p>13 On behalf of the Indirect Purchaser Plaintiffs:</p> <p>14 (Appearing telephonically)</p> <p>15 KRISHNA NARINE, ESQ.</p> <p>16 Meredith &amp; Narine</p> <p>17 100 South Broad Street, Suite 905</p> <p>18 Philadelphia, Pennsylvania 19110</p> <p>19 (215) 564-5982 (215) 569-0958 FAX</p> <p>20 knarine@m-npartners.com</p> <p>21</p> <p>22 ALSO PRESENT:</p> <p>23 Kenneth D. Zoetewey, CLVS</p> <p>24 Videographer</p> <p>25</p>	<p>3</p> <p>1 EXHIBITS (Continued)</p> <p>2</p> <p>3 Exhibit 11 E-mail string, SFWEGED00030434 through 158</p> <p>4 SFWEGED00030435</p> <p>5</p> <p>6 Exhibit 12 Fax from Brown, 1/2/01, FMI-001153 159</p> <p>7 through FMI-001166</p> <p>8</p> <p>9 Exhibit 13 E-mail string, SFWEGED00041304 185</p> <p>10 SFWEGED00041808</p> <p>11</p> <p>12 Exhibit 14 E-mail string, SFWEGED00041304 through 190</p> <p>13 SFWEGED00041306</p> <p>14</p> <p>15 Exhibit 15 Letter to Dowling, 3/14/02, PETA 20 194</p> <p>16 through PETA 23</p> <p>17</p> <p>18 Exhibit 16 Letter to Dowling, 2/13/02, PETA 20 195</p> <p>19 through PETA 21</p> <p>20</p> <p>21 Exhibit 17 Feedstuffs article, UE0206284 through 199</p> <p>22 UE0206285</p> <p>23</p> <p>24 Exhibit 18 Draft Animal Welfare Standards, 201</p> <p>25 FMI-000211 through FMI-000218</p> <p>14</p> <p>15 Exhibit 19 Memo from NuCal Foods, 7/3/01, 204</p> <p>16 UE0178685 through UE0178686</p> <p>17</p> <p>18 Exhibit 20 Letter of Agreement, 207</p> <p>19 NUCAL-08md2002-0024844 through</p> <p>20 NUCAL-08md2002-0024847</p> <p>21</p> <p>22 Exhibit 21 E-mail string, MOARK000-4466 through 210</p> <p>23 MOARK000-4467</p> <p>24</p> <p>25</p>

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<p style="text-align: center;">6</p> <p>1 EXHIBITS (Continued)</p> <p>2 Exhibit 22 Memo from Garisto, 8/27/04, 216</p> <p>3 Hillandale-Gettysburg 00008202</p> <p>4 Exhibit 23 E-mail string, SFWEGED00049074 through 223</p> <p>5 SFWEGED00049079</p> <p>6 Exhibit 24 E-mail from Littlefield, 10/27/06, 229</p> <p>7 SFWEGED00041015 through</p> <p>8 SFWEGED00041017</p> <p>9 Exhibit 25 Memo from Wang, 11/21/08, 236</p> <p>10 SFWEGED00042386 through</p> <p>11 SFWEGED00042395</p> <p>12 Exhibit 26 Memo from Littlefield, 3/28/08, 240</p> <p>13 SFWEGD00041376 through SFWEGD00041378</p> <p>14 Exhibit 27 Memo from East, 9/18/08, 244</p> <p>15 SFWEGD00039854 through SFWEGD00039856</p> <p>16 Exhibit 28 PETA News Release, 5/15/02, FMI-000196 247</p> <p>17 through FMI-000197</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p> <p>Exhibit 29 UEP Animal Husbandry Guidelines, 252</p> <p>FMI-000171 through FMI-000186</p> <p>Exhibit 30 Littlefield handwritten notes 260</p>	<p style="text-align: center;">8</p> <p>1 Meredith &amp; Narine, on behalf of the Indirect</p> <p>2 Purchaser plaintiffs.</p> <p>3</p> <p>4 THE VIDEOGRAPHER: Will the court</p> <p>5 reporter now please swear in the witness.</p> <p>6 VIRGINIA G. LITTLEFIELD</p> <p>7 called for examination by the defendant Daybreak</p> <p>8 Foods, being first duly sworn by the court</p> <p>9 reporter, testified as follows:</p> <p>10 EXAMINATION</p> <p>11 BY MR. FONTECILLA:</p> <p>12 Q. Good morning, Ms. Littlefield.</p> <p>13 A. <b>Good morning.</b></p> <p>14 Q. My name is Adrian Fontecilla. I'm with</p> <p>15 the law firm of Crowell &amp; Moring. I represent the</p> <p>16 defendant Daybreak Foods in this case.</p> <p>17 Can you state your full name for the</p> <p>18 record, please.</p> <p>19 A. <b>Virginia Grace Littlefield.</b></p> <p>20 Q. Have you ever gone by any other names</p> <p>21 or other aliases?</p> <p>22 A. <b>Ginny.</b></p> <p>23 Q. That's a nickname?</p> <p>24 A. <b>Yes, sir.</b></p> <p>25 Q. You ever been deposed before?</p> <p>A. <b>No, sir.</b></p>
<p style="text-align: center;">7</p> <p>1 P R O C E E D I N G S</p> <p>2</p> <p>3 THE VIDEOGRAPHER: We are on the record</p> <p>4 at 9:21. Today is March 19, 2014. This begins the</p> <p>5 videotaped deposition of Virginia G. Littlefield,</p> <p>6 taken by the defense in the case of In Re:</p> <p>7 Processed Egg Products Antitrust Litigation, Case</p> <p>8 No. 08MD02002, in the United States District Court</p> <p>9 for the Eastern District of Pennsylvania.</p> <p>10 We are located at 1700 Lincoln Street,</p> <p>11 32nd Floor, Denver, Colorado 80203.</p> <p>12 My name is Kenneth Zoetewey; I am the</p> <p>13 videographer. The court reporter is Debbie</p> <p>14 Zoetewey, of Henderson Legal Services.</p> <p>15 Will the attorneys in the room please</p> <p>16 introduce themselves, beginning on my left.</p> <p>17 MR. MURRAY: Kevin Murray on behalf of</p> <p>18 Safeway and the witness, Virginia Littlefield.</p> <p>19 MR. FONTECILLA: Good morning. Adrian</p> <p>20 Fontecilla on behalf of Defendant Daybreak Foods.</p> <p>21 THE VIDEOGRAPHER: Will the attorneys</p> <p>22 on the phone now please introduce themselves.</p> <p>23 MR. YOUNG: Brian Young, Street on</p> <p>24 behalf of Michael Foods.</p> <p>25 MR. NARINE: This is Krishna Narine of</p>	<p style="text-align: center;">9</p> <p>1</p> <p>2 Q. Okay. So you're under oath; do you</p> <p>3 understand that even though we're here in a</p> <p>4 conference room, your testimony today is as if it</p> <p>5 would be in a court or before a judge?</p> <p>6 A. <b>Yes.</b></p> <p>7 Q. So I'm going to go over a few ground</p> <p>8 rules that all of us will perform today. Let's try</p> <p>9 not to talk over each other. I'll finish my</p> <p>10 question and I'll let you finish your answers. Do</p> <p>11 you understand?</p> <p>12 A. <b>Yes.</b></p> <p>13 Q. I'm going to need verbal responses</p> <p>14 today so that the court reporter can get everything</p> <p>15 down on the record; do you understand that?</p> <p>16 A. <b>Yes.</b></p> <p>17 Q. So no nods of the heads, uh-huhs; there</p> <p>18 need to be audible answers. Do you understand</p> <p>19 that?</p> <p>20 A. <b>Yes.</b></p> <p>21 Q. If you need a break, just let me know</p> <p>22 and we'll take one. I would just ask that you</p> <p>23 don't take a break while a question is pending; do</p> <p>24 you understand that?</p> <p>25 A. <b>Yes.</b></p> <p>Q. If you don't understand a question, let</p>

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<p>10</p> <p>1 me know and I'll rephrase it. If you don't, I'll 2 assume that you understood the question. Okay?</p> <p>3 <b>A. Okay.</b></p> <p>4 Q. If you do answer a question -- or your 5 attorney may object from time to time. Unless he 6 instructs you not to answer, I'd ask that you 7 answer the question.</p> <p>8 <b>A. Okay.</b></p> <p>9 Q. Do you understand? My questions today 10 are going to be from the time period 1999 through 11 2008 unless I state otherwise; do you understand 12 that?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. Is there anything medical or otherwise 15 that might impair your ability to testify today?</p> <p>16 <b>A. No.</b></p> <p>17 Q. Can you state for the record your 18 current address.</p> <p>19 <b>A. 7609 Shenandoah Drive, Elizabeth, 20 Colorado 80107.</b></p> <p>21 Q. And I'd like to go over your formal 22 education. Where did you graduate from college?</p> <p>23 <b>A. I have my bachelor's degree from 24 Colorado State University in animal science, and I 25 also have master's coursework and research at</b></p>	<p>12</p> <p>1 <b>A. I came directly from graduate school.</b></p> <p>2 Q. And when you started at Safeway, what 3 was your position?</p> <p>4 <b>A. I joined Safeway as the quality control 5 coordinator.</b></p> <p>6 Q. And where were you located?</p> <p>7 <b>A. In Centennial, Colorado.</b></p> <p>8 Q. And what were your roles and 9 responsibilities as the quality control 10 coordinator?</p> <p>11 <b>A. I reviewed and filed claims with our 12 vendors; I worked on editing specifications for 13 products; reviewed and visited vendors for approval 14 to supply Safeway meat.</b></p> <p>15 Q. And when you say you reviewed and filed 16 claims, what kind of claims are you referring to?</p> <p>17 <b>A. Product defects.</b></p> <p>18 Q. And until when were you in that 19 position?</p> <p>20 <b>A. Approximately 2002.</b></p> <p>21 Q. And in 2002, were you promoted or did 22 you move to a different position?</p> <p>23 <b>A. My position was eliminated and I moved 24 to a pork buying position.</b></p> <p>25 Q. And what were your roles and</p>
<p>11</p> <p>1 <b>Colorado State University under Dr. Temple Grandin.</b></p> <p>2 Q. And in what field was your master's?</p> <p>3 <b>A. Animal behavior and livestock handling.</b></p> <p>4 Q. And in what year did you get your 5 bachelor's?</p> <p>6 <b>A. 1990.</b></p> <p>7 Q. And in what year did you get your 8 master's?</p> <p>9 <b>A. I left graduate school in 2000.</b></p> <p>10 Q. Do you have any other degrees or 11 professional certifications?</p> <p>12 <b>A. Yes. I'm certified by PACO, which is 13 the Professional Animal Auditor's Certification 14 Organization, and I'm certified to audit both 15 poultry and red meat.</b></p> <p>16 Q. And does that include certification for 17 auditing egg-laying hens as well as boiler 18 chickens?</p> <p>19 <b>A. Yes.</b></p> <p>20 Q. Now I'd like to go over a little bit of 21 your job history. When did you start working for 22 Safeway?</p> <p>23 <b>A. I started working for Safeway in 2000, 24 August of 2000.</b></p> <p>25 Q. And where were you working before?</p>	<p>13</p> <p>1 responsibilities in that position?</p> <p>2 <b>A. To procure pork, lamb and veal, sausage 3 products for the Northwestern divisions of Safeway.</b></p> <p>4 Q. And until when were you in that 5 position?</p> <p>6 <b>A. Approximately 2005.</b></p> <p>7 Q. And in 2005, what position did you 8 transition into?</p> <p>9 <b>A. My current position became available 10 and I was awarded that position.</b></p> <p>11 Q. And what is your current position at 12 Safeway?</p> <p>13 <b>A. I am the manager for the meat 14 laboratory and animal welfare.</b></p> <p>15 Q. And what are your roles and 16 responsibilities as the manager for meat laboratory 17 and animal welfare?</p> <p>18 <b>A. I manage the daily operations of our 19 meat testing laboratory for tenderness; I'm also a 20 responsible for auditing animal welfare for our 21 vendors; and reviewing third-party audits as they 22 are received from third-party auditing companies.</b></p> <p>23 Q. And for what species are you in charge 24 of auditing animal welfare standards?</p> <p>25 <b>A. Beef, pork, turkeys, and chickens.</b></p>

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<p style="text-align: center;">14</p> <p>1 Q. And by chickens, do you mean egg-laying 2 hens as well as broiler chickens?</p> <p>3 <b>A. I mostly am involved with broiler 4 chickens.</b></p> <p>5 Q. And is there someone else at Safeway 6 who handles the auditing for egg-laying hens?</p> <p>7 <b>A. Not that I'm aware of.</b></p> <p>8 Q. In your role as quality control 9 coordinator from 2000 to 2002, what involvement did 10 you have with egg-laying hens and egg production?</p> <p>11 <b>A. Little to none.</b></p> <p>12 Q. In your current position, what 13 involvement do you have with egg-laying hens or egg 14 production?</p> <p>15 <b>A. We discuss cage-free eggs, and I have 16 contact -- I have been in contact with the egg 17 personnel within Safeway.</b></p> <p>18 Q. When you say you've been in contact 19 with egg personnel within Safeway, what do you 20 mean?</p> <p>21 <b>A. In sort of an ad hoc format for a 22 meeting relative to our animal welfare statement.</b></p> <p>23 Q. Who are the egg personnel that you're 24 referring to?</p> <p>25 <b>A. Heather Thornsley.</b></p>	<p style="text-align: center;">16</p> <p>1 <b>A. Approximately a year ago.</b></p> <p>2 Q. Currently at Safeway, who else is 3 involved with animal welfare issues related to 4 egg-laying hens or egg production?</p> <p>5 <b>A. I guess I need to ask you to 6 reclarify -- clarify exactly what you mean by 7 involvement with egg-laying hens or animal welfare; 8 involved with animal welfare for laying hens.</b></p> <p>9 Q. Yes. I'll rephrase the question. Is 10 there anyone else at Safeway other than yourself 11 who deals with animal welfare standards as they 12 apply to egg suppliers?</p> <p>13 <b>A. Not that I'm aware of.</b></p> <p>14 Q. Is there anyone else at Safeway whose 15 job it is to have some knowledge about animal 16 welfare standards as they apply to egg suppliers?</p> <p>17 <b>A. I guess I'm going to ask you to 18 rephrase the question again.</b></p> <p>19 Q. What's unclear about the question?</p> <p>20 <b>A. Who would be involved with animal 21 welfare standards for laying hens? I'm not sure.</b></p> <p>22 Q. Is it that you don't know whether other 23 people's jobs require some knowledge of the animal 24 welfare standards that apply to egg suppliers?</p> <p>25 <b>A. Yes.</b></p>
<p style="text-align: center;">15</p> <p>1 Q. Anyone else?</p> <p>2 <b>A. No.</b></p> <p>3 Q. And what is Heather Thornsley's 4 position at Safeway?</p> <p>5 <b>A. I think she's actually left the 6 company.</b></p> <p>7 Q. Do you know -- excuse me. Go ahead.</p> <p>8 <b>A. Before she left the company, I believe 9 she was a buyer, egg purchaser.</b></p> <p>10 Q. Did she have any involvement in -- when 11 she was at Safeway with animal welfare issues?</p> <p>12 <b>A. I don't remember.</b></p> <p>13 Q. Did you and Ms. Thornsley ever discuss 14 animal welfare issues?</p> <p>15 <b>A. We discussed cage-free statements.</b></p> <p>16 Q. Do you know when that was?</p> <p>17 <b>A. Approximately maybe this time last 18 year, but I can't be certain.</b></p> <p>19 Q. Are there any other conversations with 20 Ms. Thornsley about animal welfare issues that you 21 can recall?</p> <p>22 <b>A. I don't recall others.</b></p> <p>23 Q. When did Ms. Thornsley leave Safeway?</p> <p>24 <b>A. I would -- I would only be guessing.</b></p> <p>25 Q. Your best guess, then?</p>	<p style="text-align: center;">17</p> <p>1 Q. So you don't know whether someone else 2 might deal with animal welfare standards in their 3 job at Safeway? It's not a trick question. I'm 4 just trying to figure out who else at Safeway works 5 with animal welfare standards that apply to egg 6 suppliers?</p> <p>7 <b>A. I guess can we take a break? I can't 8 really answer the question -- I don't know.</b></p> <p>9 MR. MURRAY: Why don't we take a break. 10 THE VIDEOGRAPHER: Off the record at 11 9:35. 12 (Recess had from 9:35 a.m. to 9:39 a.m.) 13 THE VIDEOGRAPHER: On the record, at 14 9:39. 15 Q. (BY MR. FONTECILLA) Ms. Littlefield, 16 I'm going to hand you a document that I have to 17 stamp. Handing you a document that's stamped 18 Exhibit 1. Have you seen this document before?</p> <p>19 <b>A. Yes.</b></p> <p>20 Q. And what is it?</p> <p>21 <b>A. It is an announcement, if you will, 22 that we are going to perform this deposition.</b></p> <p>23 Q. At the top it has kind of a court 24 caption; right?</p> <p>25 <b>A. Yes.</b></p>

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<p>18</p> <p>1 Q. And it says, in bold, defendants' 2 amended notice of deposition to plaintiff, Safeway, 3 Inc. pursuant to the Federal Rule of Civil 4 Procedure 30(b)(6); do you see that?</p> <p>5 A. Yes.</p> <p>6 Q. And when have you seen this document 7 before?</p> <p>8 A. I believe I reviewed it with counsel 9 yesterday, and I believe that it was sent to me 10 sometime last summer.</p> <p>11 Q. So one of the other rules today, 12 Ms. Littlefield, is, I don't want to know anything 13 about what you talked about with your lawyer. So 14 if I'm asking questions about when you saw a 15 document, I don't -- I'm not asking what your 16 lawyer told you about it. And that's something 17 that is privileged and I'm not going to ask about 18 that, just so you know.</p> <p>19 A. Okay.</p> <p>20 Q. Is it correct that you are giving 21 testimony here today as the corporate designee for 22 Safeway, Inc.?</p> <p>23 A. Yes.</p> <p>24 Q. So going forward, will you understand 25 that when I say Safeway or you when I ask a</p>	<p>20</p> <p>1 Dowling is the contact person; and we're going to 2 let him talk about the actual contacts, because 3 he's the actual individual who they contacted. 4 Once they contact -- beyond those 5 contacts, she's going to be able to testify about 6 all the animal welfare issues. She's also going to 7 testify about topic No. 32, which involves 8 publications that the company receives.</p> <p>9 MR. FONTECILLA: Can we go off the 10 record real quick?</p> <p>11 THE VIDEOGRAPHER: Off the record at 12 9:42.</p> <p>13 (A discussion was had off the record.)</p> <p>14 THE VIDEOGRAPHER: On the record at 15 9:44.</p> <p>16 MR. MURRAY: Ms. Littlefield will be 17 prepared to testify on the preparation and is the 18 person who works in this area to testify on behalf 19 of the animal welfare topics listed in the 20 deposition notice as well as topic No. 32.</p> <p>21 To the extent outside groups may have 22 contacted the company, all of those communications 23 would have gone through Brian Dowling, who is 24 scheduled to be deposed, I think, on April 11th.</p> <p>25 Ms. Littlefield is not aware of each</p>
<p>19</p> <p>1 question, that means Safeway, unless I say 2 specifically that I'm asking you personally?</p> <p>3 A. Yes.</p> <p>4 Q. Similarly, if you're unable for any 5 reason to answer on behalf of the company, please 6 just let me know and make that clear in the 7 response to the question.</p> <p>8 A. Okay.</p> <p>9 Q. So in Exhibit 1, if you turn to page 8, 10 you will see a heading that says Deposition Topics; 11 do you see that?</p> <p>12 A. Yes.</p> <p>13 Q. Are you prepared to testify on behalf 14 of Safeway about the topics listed under the 15 heading Deposition Topics to the extent they relate 16 to animal welfare?</p> <p>17 A. Yes.</p> <p>18 Q. Are there any aspects of these topics 19 insofar as they relate to animal welfare that 20 you're not prepared to testify on behalf of Safeway 21 today?</p> <p>22 MR. MURRAY: I'll just make a statement 23 for the record, to the extent that animal welfare 24 topics deal with contacts with outside 25 organizations, animal welfare organizations, Brian</p>	<p>21</p> <p>1 and every time that there were contacts with 2 outside groups. She's aware of a number of them, 3 but not all of them. To the extent she's unable to 4 testify about all of the contacts from outside 5 groups to Safeway, Mr. Dowling will also testify on 6 behalf of the company on those topics that all 7 relate to animal welfare.</p> <p>8 MR. FONTECILLA: And Mr. Dowling is 9 being designated by Safeway as a 30(b)(6) witness 10 as to any animal welfare topics that 11 Ms. Littlefield isn't prepared to testify today?</p> <p>12 MR. MURRAY: Well, on the contacts, 13 only the contacts. She's prepared on everything 14 else. But on the contacts with -- between the 15 company and third parties, he's the point person, 16 all communications to the companies go through him 17 as the public relations director.</p> <p>18 MR. FONTECILLA: And defendants note 19 that, but we'll just also note for the record that 20 this was made aware to defendants only right now in 21 the middle of the deposition, and we'll reserve our 22 rights to seek any relief.</p> <p>23 MR. MURRAY: And the reason for this is 24 because Mr. Dowling was not available to educate 25 Ms. Littlefield on some of those topics as the --</p>

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<p>22</p> <p>1 in preparation for this.  2 MR. FONTECILLA: Sure.  3 Q. (BY MR. FONTECILLA) So  4 Ms. Littlefield, why don't we go through the  5 topics, and can you tell me in Exhibit 1 that I've  6 handed you -- let me know -- go through them and  7 please identify -- and take your time, and identify  8 the topics that you're prepared to testify today on  9 behalf of Safeway.  10 A. I'm prepared to discuss, testify on 1E,  11 18, 19, 20, 21 and 32.  12 Q. Okay. Is anyone at Safeway more  13 knowledgeable than you about any of the topics that  14 you just mentioned to the extent they relate to  15 animal welfare?  16 MR. MURRAY: Object to the form of the  17 question. That's an impossible question for her to  18 answer. She can -- she can attempt to answer it,  19 but for her to answer that, she'd have to know what  20 everybody at Safeway knows. So objection, but go  21 ahead and answer if you can.  22 MR. FONTECILLA: Counsel, if we could  23 keep the objections to proper objections, we'll  24 speed things up today, please.  25 A. I don't know.</p>	<p>24</p> <p>1 Q. What was the statement that you  2 discussed?  3 A. I clarified with her that we didn't  4 require our egg suppliers to be UEP certified.  5 Q. Was -- was she informing you or were  6 you informing her about UEP certifications?  7 A. I believe we were just double  8 verifying. She pulled a document to make sure that  9 that was as we had stated in the animal welfare  10 that we had required our egg vendors to follow the  11 UEP animal handling guidelines.  12 Q. Do you remember what the document was?  13 A. I believe it was a specification.  14 Q. And we'll look at some documents later.  15 And if you see it, please let me know if it  16 refreshes your recollection as to which document it  17 was.  18 A. Okay.  19 Q. And just to be clear, when you  20 discussed with Ms. Thornsley UEP certifications,  21 were you discussing that Safeway required its  22 suppliers to be UEP certified or that it did not?  23 A. We were clarifying that. And the  24 clarification was that we did not require the  25 certification.</p>
<p>23</p> <p>1 Q. (BY MR. FONTECILLA) Okay. Did you  2 meet with anyone to prepare for your testimony  3 today?  4 A. Yes.  5 Q. Who did you meet with?  6 A. I met with counsel and Cathy East.  7 Q. And when did you meet with Cathy East?  8 A. Yesterday.  9 Q. Was anyone else present?  10 A. Kevin.  11 Q. Other than counsel and Ms. East, did  12 you discuss this deposition with anyone else?  13 A. Yes, we -- I contacted Heather  14 Thornsley.  15 Q. And when did you contact Heather  16 Thornsley?  17 A. Yesterday.  18 Q. And was this by phone?  19 A. Yes.  20 Q. Was anyone else on the phone?  21 A. No.  22 Q. What did you and Heather talk about?  23 A. I clarified with her that there was a  24 statement in the documents about UEP certification  25 and UEP animal welfare practices.</p>	<p>25</p> <p>1 Q. What else did you and Ms. Thornsley  2 talk about?  3 A. I don't remember if we discussed  4 anything else.  5 Q. About how long was the phone call?  6 A. About ten minutes or so.  7 Q. So other than your conversations with  8 counsel and Ms. East and your phone call with  9 Ms. Thornsley, did you discuss this deposition with  10 anyone else?  11 A. I don't think so.  12 Q. About how many times did you meet with  13 your counsel in preparation for this deposition?  14 A. We met yesterday, and I don't know if  15 e-mail communications would be considered meeting.  16 Q. Let's take them one at a time. So  17 about how many e-mail communications did you have  18 with your counsel in preparation for the  19 deposition?  20 MR. MURRAY: Do you mean to include  21 in-house counsel as well?  22 Q. (BY MR. FONTECILLA) How many e-mail  23 communications did you have with any of your  24 attorneys in preparation for this deposition?  25 A. I'd say maybe 10 to 20.</p>

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<p style="text-align: right;">26</p> <p>1 Q. And which attorneys were those with?</p> <p>2 <b>A. Our in-house counsel and Kevin.</b></p> <p>3 Q. And what are their names, for the</p> <p>4 record?</p> <p>5 <b>A. Jim Wick is our in-house counsel, and</b></p> <p>6 <b>Kevin Murray.</b></p> <p>7 Q. And how many phone calls or in-person</p> <p>8 meetings did you have with your attorneys in</p> <p>9 preparation for this deposition?</p> <p>10 <b>A. I only recall one.</b></p> <p>11 Q. And when was that?</p> <p>12 <b>A. Yesterday.</b></p> <p>13 Q. And was that in person or on the phone?</p> <p>14 <b>A. In person.</b></p> <p>15 Q. And about how long was that meeting?</p> <p>16 <b>A. I believe it was about five or</b></p> <p>17 <b>five-and-a-half hours.</b></p> <p>18 Q. Did you review any documents at that</p> <p>19 meeting?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. Did any of those documents refresh your</p> <p>22 recollection about any of the facts in the case?</p> <p>23 <b>A. Yes.</b></p> <p>24 Q. Can you describe those documents</p> <p>25 generally?</p>	<p style="text-align: right;">28</p> <p>1 Q. And do you know if they were produced</p> <p>2 in this case?</p> <p>3 MR. MURRAY: Objection. You can answer</p> <p>4 if you know.</p> <p>5 <b>A. I don't know.</b></p> <p>6 MR. FONTECILLA: Defendants would just</p> <p>7 state for the record, to the extent that any of</p> <p>8 those documents have not been reviewed and</p> <p>9 produced --</p> <p>10 MR. MURRAY: A time limit too. There</p> <p>11 may be some things in that file that were -- you</p> <p>12 know come in --</p> <p>13 MR. FONTECILLA: Subject to --</p> <p>14 MR. MURRAY: -- after the date of</p> <p>15 production and after the time limits. But yeah,</p> <p>16 they were -- they would have been produced.</p> <p>17 MR. FONTECILLA: Defendants will just</p> <p>18 for the record make the request.</p> <p>19 Q. (BY MR. FONTECILLA) So other than</p> <p>20 attending the meeting with your counsel and talking</p> <p>21 to Heather Thornsley, did you do -- and reviewing</p> <p>22 some of your files which you mentioned, did you do</p> <p>23 anything else to prepare for the deposition?</p> <p>24 MR. MURRAY: Objection. She couldn't</p> <p>25 identify everything she did besides what you put in</p>
<p style="text-align: right;">27</p> <p>1 <b>A. We reviewed the deposition notice and</b></p> <p>2 <b>the complaint itself. And I reviewed that on my</b></p> <p>3 <b>own later on.</b></p> <p>4 Q. Were there any other documents that you</p> <p>5 discussed?</p> <p>6 <b>A. We reviewed our corporate animal</b></p> <p>7 <b>welfare statement, which was posted on the web. I</b></p> <p>8 <b>reviewed my own animal welfare files separately.</b></p> <p>9 <b>We briefly reviewed interrogatory response and I</b></p> <p>10 <b>quickly reviewed the UEP Web page.</b></p> <p>11 Q. When you say -- other than those</p> <p>12 documents, were there any other documents that you</p> <p>13 can recall reviewing in preparation for the</p> <p>14 deposition?</p> <p>15 <b>A. I don't recall any others.</b></p> <p>16 Q. When you say your own animal welfare</p> <p>17 files, what do you mean?</p> <p>18 <b>A. I keep an animal welfare folder with</b></p> <p>19 <b>all of my e-mail communications and events on my</b></p> <p>20 <b>laptop computer in my office.</b></p> <p>21 Q. So these are electronic files?</p> <p>22 <b>A. Yes.</b></p> <p>23 Q. And have you turned over all those</p> <p>24 files to your attorney?</p> <p>25 <b>A. Yes.</b></p>	<p style="text-align: right;">29</p> <p>1 that question.</p> <p>2 Q. (BY MR. FONTECILLA) Other than meeting</p> <p>3 with your attorneys, Ms. East and Ms. Thornsley and</p> <p>4 reviewing your files, did you do anything else to</p> <p>5 prepare for the deposition today?</p> <p>6 MR. MURRAY: Same objection.</p> <p>7 <b>A. I guess I did -- I did forget to</b></p> <p>8 <b>mention I did review the agendas of our animal</b></p> <p>9 <b>welfare committee meetings. Or maybe I said it and</b></p> <p>10 <b>I don't remember.</b></p> <p>11 Q. (BY MR. FONTECILLA) And what are those</p> <p>12 agendas?</p> <p>13 <b>A. They are agendas of possible discussion</b></p> <p>14 <b>points we would hold during our animal well-being</b></p> <p>15 <b>committee meetings.</b></p> <p>16 Q. How regularly were those meetings held?</p> <p>17 <b>A. We had one in 2006, 2007 and 2011,</b></p> <p>18 <b>within -- and one most recently that I would assume</b></p> <p>19 <b>wouldn't apply.</b></p> <p>20 Q. So how many agendas did you review?</p> <p>21 <b>A. Four.</b></p> <p>22 Q. And have you turned over all four of</p> <p>23 those documents to your attorneys?</p> <p>24 MR. MURRAY: One would have been after</p> <p>25 the period; one was very recent.</p>

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<p style="text-align: right;">30</p> <p>1 Q. (BY MR. FONTECILLA) How many of those 2 documents have you turned over to your attorneys? 3 <b>A. Three.</b> 4 Q. What do you understand the term "animal 5 welfare" to mean? 6 <b>A. Proper and humane treatment of animals, 7 providing food and water.</b> 8 Q. And what animal welfare issues arise in 9 Safeway's business? 10 MR. MURRAY: Objection. Overly broad. 11 You can answer. 12 <b>A. I would agree, could you restate the 13 question more specifically?</b> 14 Q. (BY MR. FONTECILLA) Generally, what 15 kind of animal welfare issues does Safeway deal 16 with in its day-to-day operations? 17 MR. MURRAY: Same objection. 18 <b>A. I agree that's very broad.</b> 19 MR. MURRAY: Maybe break it down by 20 species, okay, and that might help. 21 Q. (BY MR. FONTECILLA) How many species 22 have animal welfare issues? 23 <b>A. I'm going to say six.</b> 24 Q. Can you list those for me, please? 25 <b>A. Beef, dairy, pork, lamb, chicken,</b></p>	<p style="text-align: right;">32</p> <p>1 groups. It comes up in my own personal training 2 and review with our animal welfare committee 3 members. 4 Q. Does it come up in Safeway's purchases 5 of eggs as well? 6 <b>A. I'm not an egg purchaser; I can't 7 really answer that.</b> 8 Q. Do you know if it does come up when 9 Safeway is purchasing eggs from egg suppliers? 10 <b>A. I would guess, yes.</b> 11 Q. How does Safeway view animal welfare 12 issues in terms of its corporate social 13 responsibility? 14 <b>A. Safeway is very proactive. We actually 15 have an animal welfare statement policy on our Web 16 page. Again, we have a formal animal welfare 17 committee that's composed of both Safeway employees 18 and outside animal welfare experts.</b> 19 Q. I'm going to hand you what I'm going to 20 stamp as Exhibit 2. I've handed you a document 21 stamped Exhibit 2; it's a highly confidential 22 document bearing Bates label SFWEGED00024792. 23 Have you seen this document before, 24 Ms. Littlefield? 25 <b>A. Yes.</b></p>
<p style="text-align: right;">31</p> <p>1 <b>turkey, and veal.</b> 2 Q. And within chicken, are some of those 3 animal welfare issues related to the production of 4 eggs? 5 <b>A. Yes.</b> 6 Q. And what animal welfare issues 7 specifically arise in connection with the 8 production of eggs? 9 <b>A. Of course food and water, cages or 10 cage-free, the use of antibiotics, proper 11 ventilation and lighting, ammonia levels.</b> 12 Q. And how do these issues that relate to 13 egg production arise in Safeway's business? 14 <b>A. Could you redefine that?</b> 15 Q. Sure. How do these come up in 16 Safeway's day-to-day operations? I guess I'm going 17 to backtrack. Do they come up in Safeway's 18 business operations? 19 <b>A. Yes.</b> 20 Q. And do they come up in different ways? 21 <b>A. Yes.</b> 22 Q. And what are some of the ways that they 23 might arise? 24 <b>A. I believe our company has been 25 approached by outside animal welfare activists</b></p>	<p style="text-align: right;">33</p> <p>1 Q. The first page is an e-mail; is that 2 right? 3 <b>A. Yes.</b> 4 Q. An e-mail from Megan Vincent to Brian 5 Dowling on June 4, 2008; right? 6 <b>A. Yes.</b> 7 Q. Who is Brian Dowling? 8 <b>A. Brian Dowling is our vice-president of 9 public affairs.</b> 10 Q. And this e-mail has an attachment; do 11 you recognize that attachment? 12 <b>A. Yes.</b> 13 Q. What is it? 14 <b>A. It is our Safeway animal welfare 15 statement that is present on our Web page. I'd 16 also like to state that this has been revised. 17 This is an old document.</b> 18 Q. So this is how it would appear on the 19 date of the cover e-mail, June 4, 2008? 20 <b>A. Yes.</b> 21 Q. And do you know who prepared this 22 document? 23 <b>A. I do not.</b> 24 Q. Was it someone at Safeway? 25 <b>A. Yes.</b></p>

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<p style="text-align: center;">34</p> <p>1 Q. And what is Safeway's animal welfare 2 advisory council?</p> <p>3 <b>A. It's a group of Safeway employees and 4 industry experts. We meet to review animal welfare 5 topics that are a concern for Safeway and our 6 customers.</b></p> <p>7 Q. When was it formed?</p> <p>8 <b>A. I believe our first meeting was 2006.</b></p> <p>9 Q. Why did Safeway create an animal 10 welfare council?</p> <p>11 <b>A. I think our company is very committed 12 to that. We've -- we worked individually with 13 Dr. Temple Grandin prior to our -- establishing our 14 committee, and Safeway feels very strongly about 15 addressing the needs of our consumers.</b></p> <p>16 Q. And who are the current members of the 17 animal welfare council?</p> <p>18 <b>A. Currently it's Brian Dowling, Cathy 19 East, myself, Jim Sheeran, Dr. Temple Grandin, 20 Dr. Ed Pajor, Dr. Yvonne Thaxton and Dr. Mike 21 Siemens.</b></p> <p>22 Q. Can you spell Ed -- some of those last 23 names for the record, please.</p> <p>24 MR. MURRAY: Which ones?</p> <p>25 Q. (BY MR. FONTECILLA) Starting with Ed</p>	<p style="text-align: center;">36</p> <p>1 Q. And when did Dr. Swanson leave the 2 council?</p> <p>3 <b>A. Around the same time frame as 4 Dr. Mench.</b></p> <p>5 Q. And Dr. Swanson was also not an 6 employee of Safeway at the time?</p> <p>7 <b>A. Correct.</b></p> <p>8 Q. Why did Ms. -- do you know why 9 Ms. Shields left the council?</p> <p>10 <b>A. I do not.</b></p> <p>11 Q. Do you know why Ms. -- or Dr. Mench 12 left the council?</p> <p>13 <b>A. She informed me that she had become too 14 busy and had overcommitted herself.</b></p> <p>15 Q. Did she say how she had overcommitted 16 herself.</p> <p>17 <b>A. She represented several groups on 18 committees and councils, and she had just taken on 19 too much. She's also a university professor, and 20 those responsibilities became overwhelming.</b></p> <p>21 Q. Do you know why Dr. Swanson left the 22 council?</p> <p>23 <b>A. Similar reasons. She also was 24 promoted, I believe, to the department head, which 25 changed her responsibilities at the university.</b></p>
<p style="text-align: center;">35</p> <p>1 Pajor?</p> <p>2 <b>A. P-a-j-o-r.</b></p> <p>3 Q. And Yvonne?</p> <p>4 <b>A. Yvonne Thaxton, T-h-a-x-t-o-n.</b></p> <p>5 Q. And has that -- has the members of the 6 animal welfare advisory council changed since it 7 was formed in 2006?</p> <p>8 <b>A. Yes.</b></p> <p>9 Q. And how has it changed?</p> <p>10 <b>A. Dr. Sara Shields is no longer on the 11 council, and Dr. Joy Mench and Dr. Janice Swanson 12 are no longer on the council.</b></p> <p>13 Q. When did Sara Shields leave the 14 council?</p> <p>15 <b>A. Prior to our meeting in 2011.</b></p> <p>16 Q. Sara Shields is not an employee of 17 Safeway; right?</p> <p>18 <b>A. No.</b></p> <p>19 Q. And when did Dr. Joy Mench leave the 20 council?</p> <p>21 <b>A. I don't recall the exact date. But 22 sometime -- sometime in 2001 or 2012.</b></p> <p>23 Q. Dr. Mench was also not an employee of 24 Safeway at the time?</p> <p>25 <b>A. Correct.</b></p>	<p style="text-align: center;">37</p> <p>1 Q. She was promoted to the department head 2 at the University of Maryland?</p> <p>3 <b>A. I believe it's Michigan.</b></p> <p>4 Q. Right. Excuse me. What functions does 5 the animal welfare council serve?</p> <p>6 <b>A. We review current topics that are in 7 the protein animal, agriculture production 8 industry, and review what those -- if they are real 9 or not real. They provide expert knowledge -- the 10 outside members provide expert knowledge on issues 11 relative to animal welfare. And we do establish 12 recommended policies for our vendors.</b></p> <p>13 Q. Does the council study animal welfare 14 standards established by the producer communities?</p> <p>15 <b>A. I don't remember us doing that, no, as 16 a committee.</b></p> <p>17 Q. When you say that they -- they review 18 what those -- if they are real or not real, what 19 exactly is the committee reviewing to determine if 20 they are real or not real?</p> <p>21 <b>A. For example, we would review if bedding 22 was required, if that's a real or true, valid need 23 for the animal. Another example is cage space for 24 hens.</b></p> <p>25 Q. So the committee reviews the science</p>

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<p style="text-align: right;">38</p> <p>1 behind some animal welfare standards?</p> <p>2       <b>A. Yes.</b></p> <p>3       Q. Did the committee review the science</p> <p>4       behind animal welfare standards that applied to egg</p> <p>5       production?</p> <p>6       <b>A. We've discussed caged versus cage-free</b></p> <p>7       <b>birds.</b></p> <p>8       Q. And when did the committee first start</p> <p>9       discussing cage versus cage-free birds?</p> <p>10      <b>A. If my memory serves me from reviewing</b></p> <p>11      <b>the agendas, it was in our meeting in 2006.</b></p> <p>12      Q. And are there any other animal welfare</p> <p>13      issues relating to the production of eggs that the</p> <p>14      committee has discussed?</p> <p>15      <b>A. Not that I recall.</b></p> <p>16      Q. What decision-making power does the</p> <p>17      committee have?</p> <p>18      <b>A. I think the committee is more of a</b></p> <p>19      <b>recommendation committee, and I -- I don't know of</b></p> <p>20      <b>the power to make decisions.</b></p> <p>21      Q. Can you walk me through a little bit</p> <p>22      about how the committee makes recommendations and</p> <p>23      who they make the recommendations to?</p> <p>24      <b>A. For example, in discussing caged or</b></p> <p>25      <b>cage-free hens, there was review of caged</b></p>	<p style="text-align: right;">40</p> <p>1 environment for production hens; the management of</p> <p>2 those hens is -- can be -- the management</p> <p>3 intensivity can be less, birds are able to eat and</p> <p>4 drink as they need. And I'm sorry, did you just</p> <p>5 say caged birds?</p> <p>6       Q. Yes. Taking them one at that time.</p> <p>7       You said it was presented to the committee, who</p> <p>8       presented to the committee the scientific</p> <p>9       information about caged production?</p> <p>10      <b>A. Dr. Temple Grandin presented some</b></p> <p>11      <b>information related to caged bird.</b></p> <p>12      Q. Do you remember what that information</p> <p>13      was, whether it was a specific report or a</p> <p>14      PowerPoint presentation?</p> <p>15      <b>A. I do not.</b></p> <p>16      Q. Do you know who the researchers were</p> <p>17      who did the research that he presented to the</p> <p>18      committee?</p> <p>19      <b>A. I do not.</b></p> <p>20      MR. MURRAY: Did you say "he." It's --</p> <p>21      <b>A. Yeah, it's a she. Temple Grandin is a</b></p> <p>22      <b>she.</b></p> <p>23      Q. (BY MR. FONTECILLA) I'm sorry. I</p> <p>24      misspoke. What other scientific information did</p> <p>25      the committee receive about the caged production of</p>
<p style="text-align: right;">39</p> <p>1 manufacturing practices versus non-caged</p> <p>2 manufacturing practices. Discussions went on and</p> <p>3 committee members suggested to further research the</p> <p>4 difference in the welfare of the hens in both caged</p> <p>5 and non-caged situations and recommended to the</p> <p>6 committee that more research was needed or</p> <p>7 recommended that both practices were scientifically</p> <p>8 not proven -- one was not proven over the other</p> <p>9 scientifically. And then those recommendations</p> <p>10 would be taken most likely by Brian Dowling to</p> <p>11 other Safeway executives.</p> <p>12      Q. Did the committee ever make any</p> <p>13      recommendations regarding the production of eggs?</p> <p>14      <b>A. I don't think conclusively, no.</b></p> <p>15      Q. So the committee never presented a</p> <p>16      recommendation to Mr. Dowling about cage versus</p> <p>17      cage-free eggs?</p> <p>18      <b>A. I think both practices were discussed.</b></p> <p>19      <b>I don't believe that one or the other was</b></p> <p>20      <b>recommended, because the scientific evidence isn't</b></p> <p>21      <b>there to recommend one above the other.</b></p> <p>22      Q. What scientific evidence was discussed</p> <p>23      in regards to caged egg production?</p> <p>24      <b>A. It was presented to the committee that</b></p> <p>25      <b>caged production practices provide an adequate</b></p>	<p style="text-align: right;">41</p> <p>1 eggs?</p> <p>2       <b>A. I can't remember.</b></p> <p>3       Q. Other than this presentation by</p> <p>4 Dr. Grandin, did the committee ever at any other</p> <p>5 time consider any scientific research related to</p> <p>6 egg production?</p> <p>7       <b>A. Dr. Mench and Swanson were actually in</b></p> <p>8       <b>the process of conducting research versus egg</b></p> <p>9       <b>production cage-free and, hence, cage environment,</b></p> <p>10       <b>versus caged egg production.</b></p> <p>11       Q. I'm sorry, when was this?</p> <p>12       <b>A. From approximately 2007. And I'm not</b></p> <p>13       <b>clear if the research is actually finished,</b></p> <p>14       <b>finalized.</b></p> <p>15       Q. So the committee is aware that some of</p> <p>16       its members were conducting research on the issue?</p> <p>17       <b>A. Correct.</b></p> <p>18       Q. But no final research findings or</p> <p>19       conclusions have been presented to the committee by</p> <p>20       the researchers?</p> <p>21       <b>A. Not that I remember seeing.</b></p> <p>22       Q. Now, referring to Exhibit 2, on the</p> <p>23       third page of the document, which is the second</p> <p>24       page of the attachment, at the top it says,</p> <p>25       Safeway's Animal Welfare Advisory Council; do you</p>

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<p>42</p> <p>1 see that?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. And it says, Since 2001, Safeway has</p> <p>4 maintained a professional association with a number</p> <p>5 of well-recognized experts in animal welfare. The</p> <p>6 company recently decided to establish a more formal</p> <p>7 and fully functioning animal welfare council</p> <p>8 composed of both company and independent animal</p> <p>9 welfare members. Did I read that accurately?</p> <p>10 <b>A. Yes.</b></p> <p>11 Q. The second sentence about establishing</p> <p>12 a more formal and fully functioning animal welfare</p> <p>13 council is referring to the -- Safeway's</p> <p>14 establishment of the animal welfare advisory</p> <p>15 council in 2005; correct?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. The first sentence, which says, Since</p> <p>18 2001, Safeway has maintained a professional</p> <p>19 association with certain experts in animal welfare</p> <p>20 refers to the time period 2001 to 2005, then;</p> <p>21 right?</p> <p>22 <b>A. Yes.</b></p> <p>23 Q. How did Safeway review animal welfare</p> <p>24 issues before the animal welfare advisory council</p> <p>25 was formed in 2005?</p>	<p>44</p> <p>1 at 10:31, March 19, 2014. This is tape No. 2,</p> <p>2 Virginia G. Littlefield.</p> <p>3 Q. (BY MR. FONTICILLA) Ms. Littlefield,</p> <p>4 if I could refer you to Exhibit 1. And you're</p> <p>5 going to want to keep those handy, we'll be</p> <p>6 referring back to the exhibits as we go through</p> <p>7 them.</p> <p>8 On page 13 of Exhibit 1, under topic</p> <p>9 18, it says, From 1999 to the present, any</p> <p>10 requests, pressure, suggestions, coercion, threats,</p> <p>11 boycotts or other efforts from animal rights groups</p> <p>12 for Safeway to change, modify or explain with</p> <p>13 respect to eggs or egg products, purchasing</p> <p>14 decisions, procurement practices or suppliers as</p> <p>15 well as Safeway's consideration of any such</p> <p>16 efforts, Safeway's response, or lack thereof, to</p> <p>17 such efforts and any reason why Safeway took or did</p> <p>18 not take any action in response to such efforts.</p> <p>19 Do you see that?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. Did you prepare to testify about that</p> <p>22 topic to the extent it relates from 1999 to 2005?</p> <p>23 <b>A. To a certain degree.</b></p> <p>24 Q. And to -- to what degree was that?</p> <p>25 <b>A. In reviewing my animal welfare files, I</b></p>
<p>43</p> <p>1 <b>A. I know that the company had interaction</b></p> <p>2 with Dr. Temple Grandin, and she was a resource</p> <p>3 for, I know, Brian Dowling at that time. And</p> <p>4 that's really all I can say, because my role at</p> <p>5 Safeway in 2001 was not my current role, so I'm not</p> <p>6 sure other than Dr. Grandin how the interaction</p> <p>7 with members of the animal welfare outside of</p> <p>8 Safeway interacted.</p> <p>9 Q. In your preparation for the deposition</p> <p>10 today, did you review any documents or talk to</p> <p>11 anyone about how Safeway handled its animal welfare</p> <p>12 practices between 1999 and 2005?</p> <p>13 <b>A. I did not.</b></p> <p>14 Q. Other than Dr. Grandin, do you know</p> <p>15 what other experts in animal welfare Safeway</p> <p>16 discussed animal welfare issues with between 1999</p> <p>17 and 2005?</p> <p>18 <b>A. No.</b></p> <p>19 MR. FONTICILLA: I think this is a good</p> <p>20 point to take a break.</p> <p>21 THE VIDEOGRAPHER: Off the record, end</p> <p>22 of tape one, at 10:21.</p> <p>23 (Recess had from 10:21 a.m. to</p> <p>24 10:30 a.m.)</p> <p>25 THE VIDEOGRAPHER: We are on the record</p>	<p>45</p> <p>1 sort of highlighted maybe things in the past. We</p> <p>2 actually had discussion yesterday about some</p> <p>3 protesting --</p> <p>4 MR. MURRAY: Don't talk about what you</p> <p>5 and I talked about. Okay.</p> <p>6 <b>A. So we discussed yesterday some things</b></p> <p>7 that may have happened in that time frame.</p> <p>8 Q. (BY MR. FONTICILLA) Okay. And for the</p> <p>9 topic 19, it says, from 1999 to the present as</p> <p>10 well. Did you prepare to testify today on that</p> <p>11 topic to the extent it relates from 1999 to 2005?</p> <p>12 <b>A. To a certain degree, yes.</b></p> <p>13 Q. And is it to the same degree as you</p> <p>14 mentioned earlier to the extent that you reviewed</p> <p>15 certain documents with your counsel?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. And for topic 20, would your answer be</p> <p>18 the same to the extent you're prepared to testify</p> <p>19 from 1999 to 2005?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. And for topic 21, would your answer be</p> <p>22 the same for how you're prepared to testify about</p> <p>23 that topic to the extent it relates to 1999 to</p> <p>24 2005?</p> <p>25 <b>A. Yes.</b></p>

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13 (Pages 46 to 49)

<p>46</p> <p>1 Q. Does Safeway have any animal welfare 2 standards in place pertaining to egg production?</p> <p>3 <b>A. We have recommendations to follow the 4 UEP guidelines for animal welfare.</b></p> <p>5 Q. And what are the UEP guidelines for 6 animal welfare?</p> <p>7 <b>A. Proper nutrition --</b></p> <p>8 Q. I'm sorry. More generally, what are 9 you referring to?</p> <p>10 <b>A. In UEP, we believe at Safeway that our 11 producers of protein products should have -- should 12 be aware and use animal welfare standards that are 13 available widely through that protein industry.</b> For example, we recommend AMI standards for red meat. UEP is a standard document trade document that anyone could have access to as far as producing eggs.</p> <p>14 <b>So our recommendations in animal 15 welfare are for those documents -- programs that 16 are established by industry trade groups and are 17 available to those producers in each category.</b> There may be other specifications that I'm unaware of.</p> <p>18 Q. And when you refer to UEP, you're 19 referring to you United Egg Producers?</p>	<p>48</p> <p>1 <b>A. Yes.</b></p> <p>2 Q. Okay. When did Safeway first become 3 familiar with the UEP certified program?</p> <p>4 <b>A. I'm not sure.</b></p> <p>5 Q. What is Safeway's understanding of what 6 the UEP certified program is?</p> <p>7 <b>A. I'm not sure there is an understanding 8 of UEP certified. That's not a requirement as far 9 as I'm aware.</b></p> <p>10 Q. When you say that Safeway requires its 11 egg suppliers to comply with the UEP guidelines, 12 what are the UEP guidelines that you're referring 13 to?</p> <p>14 <b>A. As far as the treatment of the animals, 15 to provide shelter, water, feed, appropriate 16 animal -- animal well-being concerns, I believe. 17 And not -- there might be some more requirements 18 from the buyers or the egg team that I'm unaware 19 of.</b></p> <p>20 Q. How does Safeway know if one of its 21 suppliers is complying with the UEP guidelines as 22 required?</p> <p>23 <b>A. I believe that would need to go to the 24 egg buyer group. I don't know that I can answer 25 that question.</b></p>
<p>47</p> <p>1 <b>A. Yes.</b></p> <p>2 Q. And that's a trade association in the 3 egg industry?</p> <p>4 <b>A. As far as I know.</b></p> <p>5 Q. And the UEP guidelines that Safeway 6 recommends are animal welfare guidelines prepared 7 by UEP?</p> <p>8 <b>A. Correct.</b></p> <p>9 Q. And who does Safeway recommend those 10 guidelines to?</p> <p>11 <b>A. To our egg producers.</b></p> <p>12 Q. And does Safeway require its egg 13 producers to comply with those UEP guidelines?</p> <p>14 <b>A. To comply with, yes.</b></p> <p>15 Q. Are there any other animal welfare 16 standards or guidelines that Safeway recommends or 17 requires of its egg producers?</p> <p>18 <b>A. In certain labels, we do have a 19 cage-free requirement.</b></p> <p>20 Q. And what are the standards that apply 21 to a cage-free requirement?</p> <p>22 <b>A. Animals are -- need to have access to 23 the outdoors.</b></p> <p>24 Q. They are -- it's a separate set of 25 standards from the UEP guidelines?</p>	<p>49</p> <p>1 Q. You're involved in the auditing of 2 certain animal welfare standards; right?</p> <p>3 <b>A. Correct.</b></p> <p>4 Q. Are you involved in audits related to 5 UEP guidelines?</p> <p>6 <b>A. I haven't been up to this point.</b></p> <p>7 Q. Do you know how Safeway reviewed 8 whether its suppliers were complying with UEP 9 guidelines between the time period 1999 and 2005?</p> <p>10 <b>A. Honestly, during that time frame, I'm 11 not sure that there was an established review 12 committee or group that would request that. We do 13 have an auditing group within Safeway that might 14 have had access to that.</b></p> <p>15 Q. Who at Safeway or in Safeway's auditing 16 group would have worked with suppliers to review 17 their compliance with UEP guidelines between 1999 18 and 2008?</p> <p>19 <b>A. We have an auditing group that works 20 out of -- I believe it's Walnut Creek. There's 21 several auditors there.</b></p> <p>22 Q. Do you know any specific Safeway 23 employees that worked with egg suppliers regarding 24 compliance with UEP guidelines between 1999 and 25 2008?</p>

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14 (Pages 50 to 53)

<p style="text-align: right;">50</p> <p>1       <b>A. I would have to refer back to that same</b>  2       <b>auditing group.</b></p> <p>3       Q. Does Safeway support the UEP guidelines  4       today?</p> <p>5       <b>A. I think support the animal welfare</b>  6       <b>attributes would be a valid answer.</b></p> <p>7       Q. Does Safeway support the elimination of  8       the UEP guidelines?</p> <p>9       <b>A. I don't know.</b></p> <p>10      Q. Does Safeway still use the UEP  11     guidelines today in regards to its purchases of  12     eggs?</p> <p>13      <b>A. I'm not sure about purchasing.</b></p> <p>14      Q. Does Safeway still use the UEP  15     guidelines in any way today?</p> <p>16      <b>A. I believe we would still recommend the</b>  17     <b>animal well-being parts of those guidelines.</b></p> <p>18      Q. What other parts of the guidelines are  19     there?</p> <p>20      <b>A. I'm not sure. I hear discussion of</b>  21     <b>certification, and I'm not sure that Safeway would</b>  22     <b>fall in that certification, fall behind that</b>  23     <b>certification.</b></p> <p>24      Q. Are you aware whether egg procedures  25     need to be certified under the UEP guidelines?</p>	<p style="text-align: right;">52</p> <p>1       Brian that works with the public relations and  2       communications efforts of Safeway regarding animal  3       welfare standards?</p> <p>4       <b>A. Not that I know of.</b></p> <p>5       Q. From 1999 to 2008, who at Safeway was  6       involved in the public relations and communications  7       efforts regarding social responsibility issues in  8       animal welfare?</p> <p>9       <b>A. As far as I'm aware, Brian Dowling has</b>  10     <b>been in that role.</b></p> <p>11      Q. And to prepare for your deposition  12     today, you did not speak with Brian Dowling;  13     correct?</p> <p>14      <b>A. I was unable to.</b>  15      <b>(Exhibit 3 was marked.)</b></p> <p>16      Q. (BY MR. FONTECILLA) Ms. Littlefield,  17     I've handed you what's been stamped as Exhibit 3.  18     It's a highly confidential document bearing Bates  19     label SFWEGED00041026. Do you recognize this  20     document, Ms. Littlefield?</p> <p>21      <b>A. It's not in my immediate memory, but</b>  22     <b>yes.</b></p> <p>23      MR. MURRAY: It's two pages.</p> <p>24      Q. (BY MR. FONTECILLA) So let's start  25     with the first page, and we'll just take it one</p>
<p style="text-align: right;">51</p> <p>1       <b>A. As far as I was aware, they -- it was</b>  2       <b>not necessary to be certified.</b></p> <p>3       Q. Are you aware whether certain egg  4       suppliers were certified under the UEP guidelines?</p> <p>5       <b>A. No.</b></p> <p>6       Q. When did Safeway first support the UEP  7       guidelines' recommendation to its suppliers?</p> <p>8       <b>A. As far as I'm aware, it would be in</b>  9       <b>that 2005, 2006 time frame.</b></p> <p>10      Q. When did Safeway first start requiring  11     its suppliers to comply with the UEP guidelines?</p> <p>12      <b>A. I'm not positive of the time frame.</b></p> <p>13      Q. Did the committee -- did the animal  14     welfare council ever discuss the UEP guidelines?</p> <p>15      <b>A. Not that I recall.</b></p> <p>16      Q. Who at Safeway works with the public  17     relations regarding animal welfare and public  18     relations today?</p> <p>19      <b>A. Brian Dowling.</b></p> <p>20      Q. Is there anyone else that works with  21     Brian in that sphere?</p> <p>22      <b>A. I couldn't call names. I'm sure he has</b>  23     <b>a staff that helps support him. I would say Brian</b>  24     <b>Dowling is the main contact.</b></p> <p>25      Q. Are you aware of anyone else other than</p>	<p style="text-align: right;">53</p> <p>1       page at a time. So on the front page, it's an  2       e-mail dated November 10, 2006; right?</p> <p>3       <b>A. Yes.</b></p> <p>4       Q. And this is an e-mail that you drafted?</p> <p>5       <b>A. It's not in my immediate memory of</b>  6       <b>drafting it.</b></p> <p>7       Q. So on the first page on this cover  8       e-mail, the e-mail is actually blank; right?</p> <p>9       <b>A. Correct.</b></p> <p>10      Q. On the from line, it says Virginia  11     Littlefield?</p> <p>12      <b>A. Correct.</b></p> <p>13      Q. Do you have any reason to believe that  14     you didn't draft and send this e-mail?</p> <p>15      <b>A. No.</b></p> <p>16      Q. The recipients of this e-mail are Brian  17     Dowling, Jim Sheeran and Cathy East; right?</p> <p>18      <b>A. Yes.</b></p> <p>19      Q. Who is Jim Sheeran?</p> <p>20      <b>A. Jim Sheeran is our vice-president of</b>  21     <b>meat.</b></p> <p>22      Q. And who is Cathy East?</p> <p>23      <b>A. Cathy East is the group director of</b>  24     <b>meat and seafood and deli procurement.</b></p> <p>25      Q. And there are two attachments to this</p>

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<p style="text-align: center;">54</p> <p>1 e-mail; right?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. So the first attachment at the top</p> <p>4 states, Conference Call Safeway Animal Welfare,</p> <p>5 November 10, 2006; right?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. What is this document?</p> <p>8 <b>A. It looks like an agenda for topics of</b></p> <p>9 <b>discussion for a conference call.</b></p> <p>10 Q. Do you remember having this conference</p> <p>11 call on November 10, 2006?</p> <p>12 <b>A. The call itself is not in my immediate</b></p> <p>13 <b>memory. As I review the topics here, I remember</b></p> <p>14 <b>the topics.</b></p> <p>15 Q. Does reviewing this document refresh</p> <p>16 your recollection as to whether you participated in</p> <p>17 this conference call on November 10, 2006?</p> <p>18 <b>A. Yes.</b></p> <p>19 Q. And under attendees, it says Brian</p> <p>20 Dowling, Cathy East, Jim Sheeran and yourself;</p> <p>21 right?</p> <p>22 <b>A. Yes.</b></p> <p>23 Q. Do you remember what the purpose of</p> <p>24 this conference call was?</p> <p>25 <b>A. I believe these are -- these were</b></p>	<p style="text-align: center;">56</p> <p>1 Q. What Safeway animal welfare guidelines</p> <p>2 was Safeway trying to establish at this time?</p> <p>3 <b>A. I would -- as far as I can remember, I</b></p> <p>4 <b>would refer back to this document here.</b></p> <p>5 Q. And you're referring to the Exhibit 2?</p> <p>6 <b>A. The Exhibit 2; correct.</b></p> <p>7 Q. And specifically, the attachment?</p> <p>8 <b>A. Yes.</b></p> <p>9 Q. And what part of Exhibit 2 are the</p> <p>10 Safeway animal welfare guidelines referred to in</p> <p>11 Exhibit 3?</p> <p>12 <b>A. I'm sorry, could you repeat the</b></p> <p>13 <b>question?</b></p> <p>14 Q. Sure. In Exhibit 3 under No. 7 it</p> <p>15 says, Safeway Animal Welfare Guidelines, and you've</p> <p>16 referred us back to Exhibit 2. And I am just</p> <p>17 asking: What part of Exhibit 2 constitutes the</p> <p>18 reference to Safeway animal welfare guidelines</p> <p>19 being established that is referenced in Exhibit 3?</p> <p>20 <b>A. In my interpretation, No. 7 is an</b></p> <p>21 <b>animal welfare position statement, not necessarily</b></p> <p>22 <b>guidelines that are referred to in No. 6, handling</b></p> <p>23 <b>guidelines, establish Safeway animal welfare,</b></p> <p>24 <b>positioning, I would say.</b></p> <p>25 Q. So at this time on November 10, 2006,</p>
<p style="text-align: center;">55</p> <p>1 topics that were important to us in establishing</p> <p>2 our animal welfare -- let me just read the document</p> <p>3 again, if I could.</p> <p>4 Q. Sure, absolutely. Take your time.</p> <p>5 <b>A. From reviewing this document, I believe</b></p> <p>6 <b>this conference call was to begin to establish a</b></p> <p>7 <b>protocol for Safeway to begin auditing its -- its</b></p> <p>8 <b>vendors for animal welfare.</b></p> <p>9 <b>And we, as you can see from the</b></p> <p>10 <b>document, were referencing some already established</b></p> <p>11 <b>animal welfare programs for review. We met with a</b></p> <p>12 <b>third-party auditing company to see their</b></p> <p>13 <b>availability, credentials, probably discussed --</b></p> <p>14 <b>looks like we discussed what type of auditing forms</b></p> <p>15 <b>were available in the industry.</b></p> <p>16 Q. Was this discussion in any way related</p> <p>17 to animal welfare standards in connection with egg</p> <p>18 production?</p> <p>19 <b>A. Honestly, I'm not sure. I could only</b></p> <p>20 <b>speculate.</b></p> <p>21 Q. Under No. 7 of topics of discussion for</p> <p>22 the November 10, 2006, Safeway animal welfare</p> <p>23 conference call, it states, Establish Safeway</p> <p>24 Animal Welfare Guidelines; do you see that?</p> <p>25 <b>A. Yes.</b></p>	<p style="text-align: center;">57</p> <p>1 when it says Safeway was establishing its animal</p> <p>2 welfare guidelines, it's referring to establishing</p> <p>3 its animal welfare policy as stated in Exhibit 2?</p> <p>4 <b>A. Maybe -- maybe to include the approach</b></p> <p>5 <b>of which -- which guidelines we felt were</b></p> <p>6 <b>appropriate. And maybe if I could take that back</b></p> <p>7 <b>to reviewing the established animal welfare</b></p> <p>8 <b>programs in No. 5. And for example, is Safeway</b></p> <p>9 <b>going to be like -- use programs that were</b></p> <p>10 <b>available like Wendy's or Whole Foods or something</b></p> <p>11 <b>else?</b></p> <p>12 <b>Sort of maybe managing of who we were</b></p> <p>13 <b>and what we wanted to present ourselves with using</b></p> <p>14 <b>guidelines either from the industry as we stated</b></p> <p>15 <b>before or develop our position more similar to a</b></p> <p>16 <b>different company.</b></p> <p>17 Q. When it says under No. 7 establish</p> <p>18 Safeway animal welfare guidelines, what was Safeway</p> <p>19 trying to establish? Was it creating something?</p> <p>20 <b>A. I can't remember.</b></p> <p>21 Q. Do you -- what was the result of this</p> <p>22 conference call?</p> <p>23 <b>A. I think -- I can't remember the exact</b></p> <p>24 <b>outcome of that call.</b></p> <p>25 Q. Were any policies or recommendations</p>

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<p style="text-align: center;">58</p> <p>1 made regarding egg production as a result of the 2 discussion on November 10, 2006?</p> <p>3     <b>A. Not that I remember.</b></p> <p>4     Q. And on the second page of what's been 5     marked as Exhibit 3, is a document -- is a second 6     attachment to the e-mail; correct?</p> <p>7     <b>A. Yes.</b></p> <p>8     Q. And at the top of this document, it's 9     titled, Summary, Animal Welfare Meeting, 10    Pleasanton, California, October 30, 2006; right?</p> <p>11    <b>A. Yes.</b></p> <p>12    Q. Do you remember this meeting?</p> <p>13    <b>A. Yes.</b></p> <p>14    Q. Did you participate in this meeting?</p> <p>15    <b>A. Yes.</b></p> <p>16    Q. Was this the first meeting of Safeway's 17    animal welfare council?</p> <p>18    <b>A. Yes.</b></p> <p>19    Q. What was the purpose of this meeting?</p> <p>20    <b>A. We became familiar with the 21    representatives and attendees you can see. Brian 22    gave an overview of Safeway. And it was to 23    establish, really, how to move forward with our 24    animal welfare committee and how to move forward in 25    setting our standards and how we as a company</b></p>	<p style="text-align: center;">60</p> <p>1     Q. What is her position?</p> <p>2     <b>A. I'm not positive.</b></p> <p>3     Q. What does she do?</p> <p>4     <b>A. I can only guess that she's a public 5     affairs assistant to Brian Dowling.</b></p> <p>6     Q. Does she work with animal welfare 7     issues?</p> <p>8     <b>A. Actually, I recall her forwarding some 9     documents back and forth between the team.</b></p> <p>10    Q. Do you remember around what time period 11    that was?</p> <p>12    <b>A. It's been intermittent between 2006 and 13    maybe 2010 or '11.</b></p> <p>14    Q. Do you recall if any of those documents 15    related to animal welfare in connection with the 16    production of eggs?</p> <p>17    <b>A. I do not.</b></p> <p>18    Q. Under the first large topic titled 19    Overview of Safeway Animal Welfare, it says, 20    Establishing an animal welfare program will benefit 21    the company from an activist and consumer 22    standpoint; do you see that?</p> <p>23    <b>A. Yes.</b></p> <p>24    Q. What is the animal welfare program that 25    was going to be established? What is that</p>
<p style="text-align: center;">59</p> <p>1     <b>wanted to address animal welfare concerns.</b></p> <p>2     Q. Occasionally it references a Safeway 3     welfare committee. And do you see that in the 4     middle of the page, big heading, says, 5     Recommendations and Discussion by the Safeway 6     Welfare Committee?</p> <p>7     <b>A. Yes.</b></p> <p>8     Q. And then the title of the document 9     says, Animal Welfare Committee; right?</p> <p>10    <b>A. Right.</b></p> <p>11    Q. Are both of these references referring 12    to the same committee which is also referred to as 13    the Safeway animal welfare council?</p> <p>14    <b>A. Correct.</b></p> <p>15    Q. Under attendees, it has Brian Dowling, 16    Jim Sheeran, Cathy East, yourself, Teena 17    Massingill, Temple Grandin and Sara Shields; is 18    that correct?</p> <p>19    <b>A. Uh-huh.</b></p> <p>20    Q. And then Janice -- Dr. Janice Swanson 21    dialed in; right?</p> <p>22    <b>A. Correct.</b></p> <p>23    Q. And who is Tina Massingill?</p> <p>24    <b>A. She is actually on Brian Dowling's 25    team.</b></p>	<p style="text-align: center;">61</p> <p>1     referring to?</p> <p>2     <b>A. I think it's actually a work in 3     progress. I know that when we developed our 4     corporate policy statement for the Web page, we 5     established a calendar on -- calendar is not the 6     correct word, but an animal welfare auditing 7     program for our Ranchers Reserve beef. We 8     discussed a rotating animal welfare auditing 9     program for all of the others species: pork, lamb, 10    poultry, and turkey, meat protein animals.</b></p> <p>11    Q. Is the animal welfare program that the 12    council was working on establishing in any way 13    related to the production of eggs?</p> <p>14    <b>A. Most of the discussions of the 15    committee were based around cage-free and caged 16    birds.</b></p> <p>17    Q. Did the animal welfare program that the 18    committee was working on establishing at this time 19    in any way related to the UEP guidelines?</p> <p>20    <b>A. I would only be speculating. I mean, 21    the guidelines may have been mentioned as far as a 22    resource for the egg producers.</b></p> <p>23    Q. The council, or also referred to as the 24    committee, never reviewed Safeway's use of the UEP 25    guidelines; right?</p>

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<p style="text-align: center;">62</p> <p>1           <b>A. I don't remember them physically</b>  2           <b>reviewing that.</b></p> <p>3           Q. When it says that the animal welfare  4           program will benefit the company from an activist  5           and consumer standpoint, what does that mean?</p> <p>6           <b>A. I believe that means that animal</b>  7           <b>welfare is important to our customers and</b>  8           <b>consumers, and Safeway does listen to their</b>  9           <b>customers and consumers so that's important. I</b>  10           <b>know that PETA has approached Safeway about that</b>  11           <b>contact with Safeway would go directly through</b>  12           <b>Brian Dowling.</b></p> <p>13           <b>Our corporate policy is that all of</b>  14           <b>that type of contact would go through our public</b>  15           <b>affairs department. And if any of that contact</b>  16           <b>should come across anyone else, to refer that to</b>  17           <b>public affairs; so that PETA contact information</b>  18           <b>would go directly through Brian Dowling.</b></p> <p>19           Q. Does Safeway's use of animal welfare  20           programs or standards benefit the company?</p> <p>21           MR. MURRAY: Objection. It's vague and  22           overly broad.</p> <p>23           <b>A. I don't know.</b></p> <p>24           Q. (BY MR. FONTECILLA) Is Safeway as a  25           company hurt in any way by its use of animal</p>	<p style="text-align: center;">64</p> <p>1           Q. And those messages could include  2           complaints or praise about some particular part of  3           Safeway's business?</p> <p>4           <b>A. Yes.</b></p> <p>5           Q. Do they sometimes include comments  6           about Safeway's animal welfare standards?</p> <p>7           <b>A. I don't really have access to the full</b>  8           <b>information system, if you will. But I've seen a</b>  9           <b>request or two about something relative to animal</b>  10           <b>welfare.</b></p> <p>11           Q. What do you recall about those  12           information requests?</p> <p>13           <b>A. I don't remember the specifics. One</b>  14           <b>that I've seen asks something about dairy cattle</b>  15           <b>and what happens to them after their dairy</b>  16           <b>producing capabilities are no longer.</b></p> <p>17           Q. Do any information requests come in  18           from customers about the standards that egg  19           suppliers have to comply with?</p> <p>20           <b>A. I'm not aware of that.</b></p> <p>21           Q. Have customers ever encouraged Safeway  22           to encourage its egg suppliers to adopt animal  23           welfare standards?</p> <p>24           <b>A. I would be speculating, but I would</b>  25           <b>assume so.</b></p>
<p style="text-align: center;">63</p> <p>1           welfare programs?</p> <p>2           <b>A. I don't know.</b></p> <p>3           Q. When it says -- when the committee says  4           that an animal welfare program will benefit the  5           company, how would a program benefit Safeway?</p> <p>6           <b>A. I think our customers would see us</b>  7           <b>as -- like it states here, a forward thinking,</b>  8           <b>proactive company, I would consider a benefit.</b></p> <p>9           Q. So Safeway's use of animal welfare  10           programs could make its customers happy?</p> <p>11           MR. MURRAY: Objection. Calls for  12           speculation.</p> <p>13           <b>A. I have no idea.</b></p> <p>14           Q. (BY MR. FONTECILLA) Do customers ask  15           Safeway about its animal welfare program?</p> <p>16           <b>A. I've seen some documents come through</b>  17           <b>our customer information requests, yes.</b></p> <p>18           Q. When you say you've seen documents  19           through your customer information requests, you're  20           referring to customers reaching out to Safeway?</p> <p>21           <b>A. Yes. And it's a dial-in information or</b>  22           <b>electronic communication system we offer.</b></p> <p>23           Q. And customers are able to submit  24           messages to Safeway?</p> <p>25           <b>A. Yes.</b></p>	<p style="text-align: center;">65</p> <p>1           MR. FONTECILLA: For the record,  2           counsel is making head gestures to the witness. I  3           would ask --</p> <p>4           MR. MURRAY: I'm not. I didn't make  5           any head gestures. Did I make --</p> <p>6           THE DEPONENT: I guess I looked your  7           way. I don't know.</p> <p>8           Q. (BY MR. FONTECILLA) Ms. Littlefield, I  9           know you haven't taken a deposition or given a  10           deposition before, but the answers have to come  11           from you, not from your counsel and so --</p> <p>12           MR. MURRAY: And I did not make a head  13           gesture.</p> <p>14           Q. (BY MR. FONTECILLA) Referring back to  15           Exhibit 3, the second attachment, Ms. Littlefield,  16           it says -- about a quarter of the way down, under  17           the first section, it says, Implementing an animal  18           welfare program will help deter some of the attacks  19           from activists. Do you see that?</p> <p>20           <b>A. I'm sorry. Again?</b></p> <p>21           Q. Under Overview of Safeway and Animal  22           Welfare; do you see that heading?</p> <p>23           <b>A. Yes.</b></p> <p>24           Q. How will Safeway's implementation of an  25           animal welfare program deter attacks from</p>

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18 (Pages 66 to 69)

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<p>1 activists?</p> <p>2 <b>A. I'm not sure.</b></p> <p>3 Q. Above that it says, PETA raises issues</p> <p>4 roughly twice a year relative to animal welfare and</p> <p>5 the vendors which supply Safeway. Do you see that?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. Is that an accurate statement?</p> <p>8 <b>A. I'm not sure that it's accurate</b></p> <p>9 <b>currently. It may have been perceived in 2006 as</b></p> <p>10 <b>accurate.</b></p> <p>11 Q. Did the animal welfare council ever</p> <p>12 discuss issues raised by PETA regarding the</p> <p>13 production of eggs?</p> <p>14 <b>A. Not that I can recall.</b></p> <p>15 Q. Under the second heading in this</p> <p>16 document, it says, Recommendations and Discussions</p> <p>17 by the Safeway Welfare Committee. Do you see that?</p> <p>18 <b>A. Yes.</b></p> <p>19 Q. The first line says, Look at a feasible</p> <p>20 welfare program. Do you see that?</p> <p>21 <b>A. Yes.</b></p> <p>22 Q. What did the committee look at in terms</p> <p>23 of the feasibility of animal welfare programs?</p> <p>24 <b>A. I can't recall those details.</b></p> <p>25 Q. The second line says, Retailers play a</p>	<p>1 suppliers to adopt certain animal welfare standards</p> <p>2 that its consumers were interested in?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. Are you aware of any encouragement by</p> <p>5 Safeway of its egg suppliers to adopt animal</p> <p>6 welfare standards that its consumers wanted?</p> <p>7 <b>A. I'm aware of the cage-free egg program,</b></p> <p>8 <b>which is also an animal welfare concern that</b></p> <p>9 <b>Safeway has moved forward with.</b></p> <p>10 Q. And how has Safeway led egg producers</p> <p>11 in terms of adopting animal welfare standards</p> <p>12 related to cage and cage-free programs?</p> <p>13 <b>A. I know that much like the pork, there's</b></p> <p>14 <b>discussions that we would like to provide cage-free</b></p> <p>15 <b>eggs to our customers. Vendors were approached,</b></p> <p>16 <b>and I know that we worked diligently to meet</b></p> <p>17 <b>certain percentages of cage-free eggs in our stores</b></p> <p>18 <b>over the past several years.</b></p> <p>19 Q. As part of Safeway's discussions with</p> <p>20 its egg producers, does it encourage them to adopt</p> <p>21 animal welfare standards?</p> <p>22 <b>A. I'm not positive.</b></p> <p>23 Q. And when Safeway is talking to its egg</p> <p>24 producers about animal welfare issues like the cage</p> <p>25 and cage-free, does it inform producers that it</p>
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<p style="text-align: right;">70</p> <p>1       <b>couldn't describe the details.</b></p> <p>2       Q. Safeway provides information about the</p> <p>3       programs to its vendors?</p> <p>4       <b>A. I believe so.</b></p> <p>5       Q. And does it require compliance with</p> <p>6       certain animal welfare programs as part of its</p> <p>7       supply agreements with those suppliers?</p> <p>8       MR. MURRAY: Objection. Lack of</p> <p>9       foundation.</p> <p>10      <b>A. As I stated, I'm unaware of the</b></p> <p>11      <b>details.</b></p> <p>12      Q. (BY MR. FONTECILLA) Going back to</p> <p>13      Exhibit 3, in that second section, if you look a</p> <p>14      little further down, it says, Establishing an</p> <p>15      animal welfare program will raise the bar for the</p> <p>16      care of animals overall. And then under that it</p> <p>17      says, Establish the program quickly. Do you see</p> <p>18      that?</p> <p>19      <b>A. Yes.</b></p> <p>20      Q. Does Safeway have an interest in</p> <p>21      encouraging its suppliers to adopt animal welfare</p> <p>22      standards sooner than later?</p> <p>23      MR. MURRAY: Objection. Vague.</p> <p>24      <b>A. I'm not sure. Maybe could you reask</b></p> <p>25      <b>the question?</b></p>	<p style="text-align: right;">72</p> <p>1       commitment to that maybe until animal welfare</p> <p>2       really became more in the public's eye when I</p> <p>3       became employed there, some of the things that were</p> <p>4       in front of Safeway but not necessarily a daily</p> <p>5       point of discussion. There probably wasn't</p> <p>6       anything established prior to that.</p> <p>7       Q. Before the fall of 2006, is it</p> <p>8       Safeway's understanding that egg suppliers -- some</p> <p>9       egg suppliers complied with the UEP guidelines?</p> <p>10      <b>A. I would speculate, but yes.</b></p> <p>11      Q. Is Safeway aware that before the fall</p> <p>12      of 2006, there were animal welfare standards in</p> <p>13      place in the egg and egg products production</p> <p>14      industry?</p> <p>15      <b>A. I can't -- I would only be guessing.</b></p> <p>16      Q. And under the third section of this</p> <p>17      document, it says, Setting Safeway animal welfare</p> <p>18      standards; do you see that?</p> <p>19      <b>A. Uh-huh.</b></p> <p>20      Q. Two lines down it says, Decide which</p> <p>21      guidelines we will use. And in parenthesis it</p> <p>22      says, AMI-FMI and UEP?</p> <p>23      <b>A. Yes.</b></p> <p>24      Q. What is AMI-FMI?</p> <p>25      <b>A. AMI is American Meat Institute and FMI</b></p>
<p style="text-align: right;">71</p> <p>1       Q. (BY MR. FONTECILLA) Sure. It says</p> <p>2       there that Safeway wants to establish the animal</p> <p>3       welfare program quickly; right?</p> <p>4       <b>A. Yes.</b></p> <p>5       Q. And that it wants to do so to raise the</p> <p>6       bar for the care of animals overall; right?</p> <p>7       <b>A. Uh-huh.</b></p> <p>8       Q. Is Safeway interested in raising the</p> <p>9       bar for the care of animals quickly?</p> <p>10      <b>A. Yes.</b></p> <p>11      Q. And is that because Safeway wants the</p> <p>12      animal welfare standards that it approves of to be</p> <p>13      adopted by its suppliers as soon as possible?</p> <p>14      <b>A. Yes. And I would say that we would</b></p> <p>15      <b>expect our suppliers to already be in compliance</b></p> <p>16      <b>with some sort of animal welfare program within</b></p> <p>17      <b>their companies.</b></p> <p>18      Q. And throughout these two attachments,</p> <p>19      it references the phrase, establishing an animal</p> <p>20      welfare program. Did Safeway before the fall of</p> <p>21      2006 have an animal welfare program?</p> <p>22      <b>A. You know, I don't really believe that</b></p> <p>23      <b>animal welfare in the industry was as prevalent as</b></p> <p>24      <b>it is today. So having an established program</b></p> <p>25      <b>previous to that probably wasn't a discussion or a</b></p>	<p style="text-align: right;">73</p> <p>1       <b>is Food Marketing Institute.</b></p> <p>2       Q. And do you remember the council</p> <p>3       discussing whether it wanted to use a different set</p> <p>4       of animal welfare standards other than UEP</p> <p>5       guidelines for the egg suppliers it purchased from?</p> <p>6       <b>A. No, I don't remember.</b></p> <p>7       MR. FONTECILLA: Okay. Let's go off</p> <p>8       the record.</p> <p>9       THE VIDEOGRAPHER: Off the record, end</p> <p>10      of tape two, at 11:26.</p> <p>11      (Recess had from 11:26 a.m. to 11:40 a.m.)</p> <p>12      THE VIDEOGRAPHER: We are on the</p> <p>13      record, start tape three, March 19, 2014; this is</p> <p>14      Virginia Littlefield, at 11:41.</p> <p>15      Q. (BY MR. FONTECILLA) Ms. Littlefield,</p> <p>16      when we were referring to Exhibit 3, you mentioned</p> <p>17      that FMI refers to Food Marketing Institute; right?</p> <p>18      <b>A. Yes.</b></p> <p>19      Q. What is the Food Marketing Institute?</p> <p>20      <b>A. It's an industry trade group that --</b></p> <p>21      <b>and I'm not sure what all groups it entails, but it</b></p> <p>22      <b>does include a retail group. And they put on</b></p> <p>23      <b>conferences relative to industry issues, and</b></p> <p>24      <b>they -- I believe they have -- I know that I</b></p> <p>25      <b>receive, you know, invitations to attend their</b></p>

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<p style="text-align: right;">74</p> <p>meetings; and I believe some of the information on there, they provide product demonstrations, et cetera.</p> <p>Q. And as an industry trade group for retailers, does it -- does the FMI deal with animal welfare issues on behalf of retailers?</p> <p><b>A. I don't recall.</b></p> <p>Q. Is Safeway a member of FMI?</p> <p><b>A. Yes, the company as a whole is a member.</b></p> <p>Q. And when you say you don't recall whether FMI deals with animal welfare issues that relate to retailers, is it that you can't testify on behalf of the company to answer that question or that you personally don't know?</p> <p><b>A. From the communications that I receive, I can't personally testify that they do. I -- like I mentioned, I receive invitations when -- let's say, for example, our membership is renewed, I'll get an invitation to attend a meeting. And what jumps out most in my mind of those invitations to the meeting is the product demonstrations.</b></p> <p>Q. And I know earlier we talked about certain topics you might not be prepared to testify about on behalf of Safeway. Just so I'm clear,</p>	<p>welfare appropriate meetings, and I don't recall going to an FMI meeting.</p> <p>Q. When did Safeway first start sending you to animal welfare meetings?</p> <p><b>A. I can't pinpoint necessarily a year. I would -- from establishing our animal welfare committee in 2006, I believe from that point forward.</b></p> <p>Q. And what kind of meetings are you referring to that Safeway would send you to that concerned animal welfare?</p> <p><b>A. I have been to an AMI meeting in Kansas City; I've been to Animal Alliance meeting in Virginia; I've been to various -- I've participated in a Center For Food Integrity discussion panel; I participated in the pork Quality Assurance Plus development; I've attended the dairy farm program animal welfare meetings. Those are the things that come to mind.</b></p> <p>MR. MURRAY: For the record, the topic that deals with the FMI is topic 22. And we're not -- she isn't designated on topic 22. The other ones deal with groups internal to Safeway. The topics she's talking about are about animal welfare committees.</p>
<p style="text-align: right;">75</p> <p>maybe we can just skip to questions that you're prepared to testify, are you prepared to testify on behalf of Safeway today as to Safeway's involvement in the Food Marketing Institute as it relates to animal welfare issues between the period of 1999 and 2008?</p> <p><b>A. No, I'm not prepared for that.</b></p> <p>MR. FONTECILLA: Defense counsel on the record would just note that we expect Brian Dowling to be designated as the 30(b)(6) witness on behalf of Safeway as to those topics. I'll try --</p> <p>MR. MURRAY: If there are any. You implied that there are. There may not be. She is the individual at Safeway who would be, if there were involvement of Safeway, in those issues.</p> <p>Q. (BY MR. FONTECILLA) You testified that Safeway is a member of FMI today; right?</p> <p><b>A. Yes.</b></p> <p>Q. Do you know when Safeway first became a member of FMI?</p> <p><b>A. I do not.</b></p> <p>Q. Do you know if FMI deals with any animal welfare issues?</p> <p><b>A. I'm not aware necessarily of any. In general terms, Safeway usually sends me to animal</b></p>	<p style="text-align: right;">77</p> <p>Q. (BY MR. FONTECILLA) Regarding the meetings that you've attended on behalf of Safeway that have to do with animal welfare, do you recall ever attending a meeting that dealt with animal welfare as it pertains to the caged egg-laying hens?</p> <p><b>A. In my PACO certification training for poultry, the coursework within the classroom, there were some definitions of eggs and caged-bird production. Actually, I recall, not the details, but a presentation at a CFI meeting where I -- there was a PowerPoint presentation from UEP. I don't remember the details of that. But I do recall some information of two meetings.</b></p> <p>Q. The PACO certification that you received and the courses you took to receive that certification, was that in your capacity as a Safeway employee or was that a personal endeavor?</p> <p><b>A. That was in the capacity of Safeway employee.</b></p> <p>Q. And in your coursework related to obtaining the PACO certification, did you ever discuss or review materials related to the UEP guidelines?</p> <p><b>A. If there were discussions, it was</b></p>

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<p style="text-align: right;">78</p> <p>1       <b>brief. Again, probably my concentration focus was</b>  2       <b>on the meat birds at the time.</b></p> <p>3       Q. You also mentioned this CFI  4       presentation from UEP. Do you remember about when  5       that was?</p> <p>6       <b>A. I'm guessing, but I would say between</b>  7       <b>2008 and 2010.</b></p> <p>8       Q. And do you remember where that meeting  9       occurred?</p> <p>10      <b>A. Possibly Chicago.</b></p> <p>11      Q. Do you recall who presented on behalf  12       of UEP?</p> <p>13      <b>A. I do not.</b></p> <p>14      Q. And who else from Safeway went with you  15       to that meeting, if anyone?</p> <p>16      <b>A. I believe I was the only representative</b>  17       <b>from Safeway at that meeting.</b></p> <p>18      Q. And why did Safeway send you to that  19       meeting?</p> <p>20      <b>A. The working group, if you will, was in</b>  21       <b>the process of trying to establish a go-to</b>  22       <b>committee for producers, processors, retailers,</b>  23       <b>restauranteurs, for any animal welfare-related</b>  24       <b>issues. It started with some restaurants coming</b>  25       <b>together who had been approached by some activist</b></p>	<p style="text-align: right;">80</p> <p>1       <b>A. I think the initial idea came from some</b>  2       <b>fast-food restaurants. And I believe they</b>  3       <b>approached the Center For Food Integrity, which is</b>  4       <b>sort of a mediator, moderator type of firm, to sort</b>  5       <b>of help them create this group. So the initial</b>  6       <b>request came from actual fast-food restaurants, I</b>  7       <b>believe.</b></p> <p>8       Q. And they wanted these industrywide  9       standards to also include not just fast-food  10       restaurants but also food retailers as well?</p> <p>11      <b>A. Correct.</b></p> <p>12      Q. And that's why Safeway was interested  13       in having a representative attend?</p> <p>14      <b>A. Correct.</b></p> <p>15      Q. And at this one particular CFI meeting,  16       was it exclusively a presentation by UEP, or were  17       there presentations by other organizations?</p> <p>18      <b>A. I don't believe it was exclusive. As</b>  19       <b>far as I recollect or could speculate, there was,</b>  20       <b>you know, round-table discussion among the group,</b>  21       <b>among the attendees that were there.</b></p> <p>22      Q. And do you remember any of the  23       substance or topics that was discussed by UEP in  24       their presentation?</p> <p>25      <b>A. I can vaguely remember some of the</b></p>
<p style="text-align: right;">79</p> <p>1       <b>groups, and they themselves didn't feel like they</b>  2       <b>were the experts in the industry and wanted to</b>  3       <b>establish something as a reference; and, therefore,</b>  4       <b>they in the next meeting invited retailers who they</b>  5       <b>felt might be interested in developing something</b>  6       <b>with that.</b></p> <p>7       <b>And over the course of the years of</b>  8       <b>that committee, they brought in each protein group,</b>  9       <b>if you will. So as I mentioned the eggs -- egg</b>  10       <b>production gave a presentation; dairy gave a</b>  11       <b>presentation; I remember NCBA being there giving a</b>  12       <b>presentation. Some of the processors -- for</b>  13       <b>example, I can remember Tyson being there, Cargill,</b>  14       <b>McDonald's.</b></p> <p>15       <b>So the idea behind the CFI as a</b>  16       <b>mediator, if you will, to this development of a</b>  17       <b>global animal welfare resource -- I've lost my</b>  18       <b>train of thought -- was something that the industry</b>  19       <b>was trying to create and, therefore, that's why I</b>  20       <b>attended.</b></p> <p>21       Q. So I'm going to try to unpack that a  22       little bit to get some clarity as to some of that  23       information. So the retailer industry was  24       attempting to develop industrywide animal welfare  25       standards; is that right?</p>	<p style="text-align: right;">81</p> <p>1       <b>PowerPoint slides. I do not remember the details</b>  2       <b>of the presentation.</b></p> <p>3       Q. Did you report back to Safeway on the  4       presentation by UEP?</p> <p>5       <b>A. I'm not sure there was a formal report.</b>  6       <b>I might have shared the PowerPoint slide</b>  7       <b>presentation, but I'm not positive.</b></p> <p>8       Q. Who would you have shared the  9       PowerPoint presentation with?</p> <p>10      <b>A. Probably Cathy East.</b></p> <p>11      Q. And what was your impression from UEP's  12       presentation about UEP guidelines?</p> <p>13      MR. MURRAY: Objection. Vague. You  14       can answer if you know.</p> <p>15      <b>A. I mean, overall, I would -- in my</b>  16       <b>opinion, I would say that it -- there was nothing</b>  17       <b>that I would object to in my mind as it being -- I</b>  18       <b>mean, it seemed to me to be a well-represented</b>  19       <b>program. But I -- I -- again, I couldn't narrow</b>  20       <b>anything down.</b></p> <p>21      Q. (BY MR. FONTECILLA) Sure. Did  22       anything concern you about what you heard from UEP  23       that you may have informed someone at Safeway when  24       you got back?</p> <p>25      <b>A. I don't recall anything alarming or</b></p>

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<p style="text-align: right;">82</p> <p>1       upsetting or I would believe that I could recall 2       something that I would report back.</p> <p>3       Q. Did you understand UEP to be willing to 4       work with food retailers and the food -- fast-food 5       chains to adopt any recommendations that the 6       retailers might have about animal welfare 7       standards?</p> <p>8       MR. MURRAY: Objection. Calls for 9       speculation. You can answer if you know.</p> <p>10      A. <b>Absolutely. I would -- that was not</b> 11      <b>the topic of discussion at all. I would be</b> 12      <b>guessing.</b></p> <p>13      Q. (BY MR. FONTECILLA) You mentioned that 14      part of the impetus for the attendance at the CFI 15      meeting or for the UEP presentation was that 16      certain fast-food chains were being approached by 17      animal rights groups; is that right?</p> <p>18      A. <b>Correct.</b></p> <p>19      Q. What animal rights groups were 20      approaching these fast-food chains during that time 21      period of 2008 to 2010 when this meeting occurred?</p> <p>22      A. <b>PETA comes to the top of my head. As</b> 23      <b>far as I'm aware, that was the focus at the time.</b></p> <p>24      Q. Did it -- do you know if it had 25      anything to do with the animal welfare standards</p>	<p>1       Q. Was Safeway ever the target of any 2       effort by PETA between 1999 and 2008?</p> <p>3       A. <b>Yes.</b></p> <p>4       Q. And when was that?</p> <p>5       A. You know, I think periodically -- and I 6       know around our stakeholders meeting annually -- I 7       believe it's annually -- the presence of PETA is 8       known within Safeway. I believe they have picketed 9       our facilities in California; they've approached 10      our Starbucks facilities on where we get our milk. 11      I mean there's -- it's -- they have approached our 12      company on several occasions.</p> <p>13      Q. And when you say approach, you 14      mentioned -- you mentioned that they picket some 15      stores; right?</p> <p>16      A. <b>I believe they've picketed our</b> 17      <b>corporate headquarters in California a couple of</b> 18      <b>times. I'm not aware that they necessarily</b> 19      <b>approached individual stores.</b></p> <p>20      Q. Are you aware that PETA employs 21      various tactics to pressure certain retailers in 22      regards to their animal welfare standards as they 23      apply to the suppliers?</p> <p>24      A. <b>I guess I can't identify individual</b> 25      <b>tactics. I know one of their tactics overall is to</b></p>
<p style="text-align: right;">83</p> <p>1       that apply to egg production?</p> <p>2       A. <b>If there was discussion of that, I</b> 3       <b>don't remember. Again, I do remember focus on the</b> 4       <b>meat -- meat birds and, for example, a fast-food</b> 5       <b>chicken restaurant.</b></p> <p>6       Q. What is PETA for the record? P-E-T-A, 7       right, not P-I-T-A?</p> <p>8       A. <b>Right. People for the Ethical</b> 9       <b>Treatment of Animals.</b></p> <p>10      Q. And what are they?</p> <p>11      A. <b>Basically, it's -- I'm not sure if they</b> 12      <b>are a corporation, but it's a very large animal</b> 13      <b>activist group. Their agenda, if you will, is to</b> 14      <b>get rid of animal agriculture. Their underlying</b> 15      <b>vision is that no one will consume meat animal</b> 16      <b>proteins. I know that they have a very large</b> 17      <b>income and have been recognized in some actual</b> 18      <b>semiterrorist activities.</b></p> <p>19      Q. Are you aware that PETA or other animal 20      rights groups will occasionally target retailers 21      regarding the animal welfare standards of their 22      suppliers?</p> <p>23      A. <b>I would say that I'm briefly aware of</b> 24      <b>that, and may have possibly read an e-mail or a Web</b> 25      <b>flash to that.</b></p>	<p>1       become a shareholder within companies, and so they 2       are privileged to shareholder-type conversations.</p> <p>3       Q. And how do they -- do they use their 4       participation at shareholder meetings to pressure 5       Safeway to change its animal welfare practices?</p> <p>6       A. <b>I would be commenting in general. But</b> 7       <b>yes, from the work I've done with Brian Dowling, I</b> 8       <b>would say yes.</b></p> <p>9       Q. Are you aware of any efforts by PETA to 10      participate in Safeway shareholder meetings between 11      1999 and 2008 as part of an effort to encourage 12      Safeway to change its animal welfare standards for 13      its egg suppliers?</p> <p>14      A. <b>I don't recall much discussion relative</b> 15      <b>to eggs. I know that they've approached us to</b> 16      <b>change the harvesting process for chickens as far</b> 17      <b>as controlled atmosphere for stemming; the</b> 18      <b>gestation stalls, again, for pork; and again, they</b> 19      <b>cage versus cage-free concern for hens.</b></p> <p>20      Q. Other than PETA's participation in 21      shareholder meetings, are you aware of any other 22      tactics that PETA uses to pressure Safeway to 23      change its animal welfare practices as it relates 24      to its egg suppliers?</p> <p>25      A. <b>Not that I'm aware of.</b></p>

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23 (Pages 86 to 89)

<p style="text-align: center;">86</p> <p>1       Q. Between 1999 and 2008, did Safeway ever 2       change its animal welfare practices as it relates 3       to egg suppliers as a result of PETA's efforts?</p> <p>4       <b>A. The discussion hasn't reached my 5       desktop. However, it could have reached -- and 6       again I'm speculating -- the poultry buyers, or 7       someone more closely related with purchasing eggs.</b></p> <p>8       Q. So one of the topics that you're 9       testifying about on behalf of Safeway is any 10       pressure or efforts by PETA to get Safeway to 11       change its animal welfare practices as it relates 12       to egg suppliers between 1999 and 2008; do you have 13       any basis to testify about that topic?</p> <p>14       <b>A. I guess could you reask the question.</b></p> <p>15       Q. Sure. So one of the topics that you're 16       testifying as a corporate designee on behalf of 17       Safeway today is PETA's or other animal rights 18       organizations' efforts to have Safeway change its 19       animal welfare practices related to egg suppliers 20       between 1999 and 2008, and you testified that you 21       had certain things cross your desktop about it.</p> <p>22       Other than your personal experience, do 23       you have any basis to testify about the topic I 24       just described on behalf of Safeway?</p> <p>25       <b>A. Yes, I believe I can discuss the cage</b></p>	<p style="text-align: center;">88</p> <p>1       suppliers?</p> <p>2       MR. MURRAY: She can answer. But we 3       established at the beginning that contacts from 4       outside groups would be under the -- we designated 5       Brian Dowling as the corporate representative on 6       those. But she can answer this question if she 7       knows.</p> <p>8       Q. (BY MR. FONTECILLA) Do you want me to 9       repeat the question?</p> <p>10       <b>A. Yes, please.</b></p> <p>11       Q. Between 1999 and 2006, do you have any 12       basis to testify on behalf of Safeway about any 13       efforts by PETA or other animal rights 14       organizations during that time period to pressure 15       Safeway in regards to animal welfare practices 16       related to egg suppliers?</p> <p>17       <b>A. No.</b></p> <p>18       <b>(Exhibit 4 was marked.)</b></p> <p>19       Q. Ms. Littlefield, I've handed you what 20       has been marked as Exhibit 4. This is a document 21       at the top labeled -- I'm sorry, this is a 22       confidential document --</p> <p>23       MR. MURRAY: She can't see this. Give 24       that back.</p> <p>25       MR. FONTECILLA: Can we go off the</p>
<p style="text-align: center;">87</p> <p>1       <b>versus cage-free portion of the eggs and the 2       efforts that Safeway has made in that area, not in 3       detail.</b></p> <p>4       Q. When did PETA's efforts as to the cage 5       and cage-free issue begin in terms of pressuring 6       Safeway?</p> <p>7       <b>A. I know that that was a discussion at 8       our 2006 animal affair committee meeting. And I -- 9       we -- I believe previously we discussed Dr. Grandin 10       gave a presentation on the caged egg point of view, 11       and I don't -- I don't recall that we mentioned 12       Janice Swanson and Joy Mench and Sara Shields 13       discussing the other side.</b></p> <p>14       <b>I know that I mentioned Joy and Janice 15       were going to research that. I know that Sara 16       Shields, she discussed the point of view from the 17       cage-free side of the production of eggs.</b></p> <p>18       Q. And that discussion you said started in 19       or about 2006?</p> <p>20       <b>A. Correct.</b></p> <p>21       Q. Before 2006, going back to 1999, so 22       1999 to 2006, do you have any basis to testify on 23       behalf of Safeway about any efforts by PETA during 24       that time to pressure Safeway in regards to its 25       animal welfare practices as it relates to egg</p>	<p style="text-align: center;">89</p> <p>1       record real quick.</p> <p>2       MR. MURRAY: Sure.</p> <p>3       THE VIDEOGRAPHER: Off the record at 4       12:10.</p> <p>5       MR. MURRAY: If we can establish on the 6       record we've withdrawn Exhibit 4.</p> <p>7       THE VIDEOGRAPHER: On the record at 8       12:11.</p> <p>9       Q. (BY MR. FONTECILLA) For the record, 10       Exhibit 4 has been withdrawn.</p> <p>11       Ms. Littlefield, do you know who 12       Jonathan Mayes is?</p> <p>13       <b>A. I can't recall the name.</b></p> <p>14       Q. Do you know who Craig Bolton is?</p> <p>15       <b>A. The name sounds very familiar, but I 16       can't place where I recognize the name.</b></p> <p>17       Q. Do you know who Rich Calhoun is?</p> <p>18       <b>A. Again, I recognize the name, but I 19       can't place where I recognize it.</b></p> <p>20       Q. Do you know who Rory Frank is?</p> <p>21       <b>A. I know of Rory Frank.</b></p> <p>22       Q. And who is he or she?</p> <p>23       <b>A. He -- when he was at Safeway, I'm not 24       sure if his title was group director of meat and 25       seafood procurement, but he was the director of</b></p>

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<p style="text-align: right;">90</p> <p>1       <b>meat and seafood procurement in Denver.</b></p> <p>2       Q. And would he have had -- did he have</p> <p>3       any involvement with egg suppliers at -- egg</p> <p>4       suppliers specifically that Safeway used?</p> <p>5       <b>A. I joined the company right after he --</b></p> <p>6       <b>well, I -- he was promoted to vice-president in</b></p> <p>7       <b>California. And I can only guess if he did or not.</b></p> <p>8       Q. Do you -- do you know whether he had</p> <p>9       any involvement with egg suppliers or with animal</p> <p>10      welfare standards as they apply to eggs?</p> <p>11      <b>A. I'm not aware.</b></p> <p>12      Q. Do you know who Tom Siwek is?</p> <p>13      <b>A. It's Siwek.</b></p> <p>14      Q. Excuse me. And that's spelled</p> <p>15      S-i-w-e-k; right?</p> <p>16      <b>A. I believe so.</b></p> <p>17      Q. And who is he?</p> <p>18      <b>A. Currently, he is a pork buyer.</b></p> <p>19      Q. A pork buyer for Safeway?</p> <p>20      <b>A. Yes.</b></p> <p>21      Q. And do you know if Tom, between 1999</p> <p>22      and the present, has ever worked with egg suppliers</p> <p>23      or in connection with the animal welfare standards</p> <p>24      that apply to egg suppliers?</p> <p>25      <b>A. Actually, previous to Tom's current</b></p>	<p style="text-align: right;">92</p> <p>1       apply specifically to egg suppliers?</p> <p>2       <b>A. I would speculate that the egg</b></p> <p>3       <b>buying -- and I -- I wouldn't know a title position</b></p> <p>4       <b>for their commodity specialist or commodity</b></p> <p>5       <b>manager, but I'm guessing that the commodity</b></p> <p>6       <b>manager for egg buying would have some.</b></p> <p>7       Q. Do you know who the egg commodity</p> <p>8       manager is?</p> <p>9       <b>A. I've had contact with Heather</b></p> <p>10      <b>Thornsley.</b></p> <p>11      Q. Do you know who Debra Lambert is?</p> <p>12      <b>A. Also a name very familiar. I couldn't</b></p> <p>13      <b>place her position.</b></p> <p>14      Q. You're aware that she's a Safeway</p> <p>15      employee?</p> <p>16      <b>A. Yes.</b></p> <p>17      Q. And do you know whether she works with</p> <p>18      animal welfare issues in her capacity as a Safeway</p> <p>19      employee?</p> <p>20      <b>A. I'm not sure.</b></p> <p>21      MR. FONTECILLA: Can we take a break?</p> <p>22      MR. MURRAY: Lunch break?</p> <p>23      MR. FONTECILLA: Why don't we do a</p> <p>24      lunch break right now.</p> <p>25      THE VIDEOGRAPHER: Off the record at</p>
<p style="text-align: right;">91</p> <p>1       <b>position, he was the -- he was the poultry</b></p> <p>2       <b>commodity manager, and the structure of our</b></p> <p>3       <b>procurement was different at that time than it is</b></p> <p>4       <b>currently. I would be speculating.</b></p> <p>5       Q. Do you know what time period Tom held</p> <p>6       that position of poultry commodity manager?</p> <p>7       <b>A. I can say for certain he was there in</b></p> <p>8       <b>2000. And I -- I would be speculating to say when</b></p> <p>9       <b>he changed.</b></p> <p>10      Q. And what does a poultry commodity</p> <p>11      manager do?</p> <p>12      <b>A. They are responsible for the</b></p> <p>13      <b>procurement of poultry products -- they have a team</b></p> <p>14      <b>of buyers, so they are responsible for those</b></p> <p>15      <b>buyers -- fresh poultry, frozen poultry, turkeys,</b></p> <p>16      <b>and overseeing the demand and -- from the stores</b></p> <p>17      <b>and managing inventory for all of those products.</b></p> <p>18      Q. So would it include eggs, or do you</p> <p>19      know?</p> <p>20      <b>A. Not that I'm aware of. It never -- it</b></p> <p>21      <b>hasn't that I'm familiar with since 2000.</b></p> <p>22      Q. Do you know if there's anyone at</p> <p>23      Safeway or -- whether it be a commodity manager or</p> <p>24      otherwise, whose role it would be to work in</p> <p>25      connection with the animal welfare standards that</p>	<p style="text-align: right;">93</p> <p>1       12:17.</p> <p>2       (Recess had from 12:18 p.m. to 1:07 p.m.)</p> <p>3       THE VIDEOGRAPHER: On the record at</p> <p>4       1:07.</p> <p>5       Q. (BY MR. FONTECILLA) Ms. Littlefield,</p> <p>6       you have in front of you a document titled the case</p> <p>7       management order regarding protective order in this</p> <p>8       case. The last page of that document is a --</p> <p>9       what's called an Exhibit A. It's a sheet for you</p> <p>10      to sign agreeing to the terms of the protective</p> <p>11      order; is that right?</p> <p>12      <b>A. Yes.</b></p> <p>13      Q. Have you reviewed this with your</p> <p>14      counsel?</p> <p>15      <b>A. Yes.</b></p> <p>16      Q. Can you sign the document so that it</p> <p>17      just states that you won't be sharing the</p> <p>18      information in the documents from today's</p> <p>19      deposition with anyone not authorized by that</p> <p>20      protective order?</p> <p>21      MR. MURRAY: Well, the non-Safeway</p> <p>22      documents, these other exhibits.</p> <p>23      MR. FONTECILLA: Right.</p> <p>24      <b>A. (Deponent complied.)</b></p> <p>25      <b>(Exhibit 5 was marked.)</b></p>

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<p style="text-align: right;">94</p> <p>1 Q. (BY MR. FONTECILLA) Thanks. I'll 2 introduce this as Exhibit 5. And I'm also handing 3 you what's been marked as Exhibit 4. 4 Ms. Littlefield, this is a confidential document 5 Bates-stamped FMI-001209. 6 Ms. Littlefield, this is a document 7 labeled at the top FMI meeting notes, November 29, 8 2000, PETA; correct? 9 <b>A. Yes.</b> 10 Q. Have you seen this document before? 11 <b>A. No.</b> 12 Q. Do you see -- do you see under the 13 attendance list Mr. Jonathan Mayes, vice-president 14 government relations, Safeway? 15 <b>A. Yes.</b> 16 Q. Does that refresh your recollection as 17 to whether you know Mr. Mayes? 18 <b>A. I'm not sure.</b> 19 Q. And do you know if Safeway participated 20 in this meeting about PETA on November 29, 2000? 21 <b>A. I can speculate, because Jonathan 22 Mayes' name is on the document as an attendee, yes.</b> 23 Q. One of the other attendees is a Karen 24 Brown, vice-president for public affairs of FMI. 25 Do you know who she is?</p>	<p style="text-align: right;">96</p> <p>1 of what we want is the following: Industry 2 standards that cover humane treatment of chicken, 3 cows, pigs that are processed for meat and eggs. 4 And below that it says they also want an 5 endorsement of the standards by recognized credible 6 animal welfare organizations. Do you see that? 7 <b>A. Yes.</b> 8 Q. Was it Safeway's intent in 2000 to have 9 and encourage an animal welfare position that was 10 industrywide? 11 MR. MURRAY: Objection. That's vague. 12 <b>A. And I agree, I can't comment to that.</b> 13 <b>In my interpretation of this document, this is FMI</b> 14 <b>stating that they would like to have an industry</b> 15 <b>position that we can all adopt. That's my</b> 16 <b>interpretation of that.</b> 17 Q. (BY MR. FONTECILLA) And did Safeway in 18 2000 agree with FMI's vision of adopting an 19 industry position that all retailers would adopt 20 regarding animal welfare? 21 <b>A. I'm unaware of that agreement.</b> 22 Q. And further down in this document it 23 says, The benefits of this approach, referring to 24 the industry position that all retailers would 25 adopt, are many and include the following. Do you</p>
<p style="text-align: right;">95</p> <p>1 <b>A. No.</b> 2 Q. Do you see in the first paragraph of 3 this -- of these FMI meeting notes that it says, 4 Our hope is that no individual company will deal 5 with PETA, but instead, we will all work with FMI 6 to develop an industry position that we can all 7 adopt? Do you see that? 8 <b>A. Yes.</b> 9 Q. Does Safeway agree with that position 10 in terms of dealing with PETA? 11 <b>A. The current position of Safeway is that 12 we will handle PETA on our own, and we'll address 13 the concerns as Safeway -- the current atmosphere.</b> 14 Q. Was Safeway's policy at any time to 15 have FMI communicate with PETA on behalf of Safeway 16 in terms of animal welfare issues? 17 <b>A. I would say that Safeway would expect 18 to adhere to industry standards and not necessarily 19 call out working with an individual company.</b> 20 Q. So I guess I'm looking for an answer to 21 my question, which was: Was Safeway's policy at 22 any time to have FMI communicate with PETA on 23 behalf of Safeway regarding animal welfare issues? 24 <b>A. Not that I'm aware.</b> 25 Q. So this document continues, Our vision</p>	<p style="text-align: right;">97</p> <p>1 see that section? 2 <b>A. Yes.</b> 3 Q. And then it lists three bullet points 4 under that "benefits of this approach" section. Do 5 you see that? 6 <b>A. Yes.</b> 7 Q. What does Safeway believe are the 8 benefits, if any, of an industrywide approach to 9 animal welfare standards? 10 <b>A. I can't confirm that that is the view 11 of Safeway.</b> 12 Q. Does Safeway believe that there are any 13 benefits to an industrywide approach regarding 14 animal welfare programs? 15 MR. MURRAY: Objection. That's overly 16 broad. That's nonspecific. She can answer it, if 17 she can. 18 <b>A. I can answer individually. I wouldn't 19 be able to answer for Safeway.</b> 20 Q. (BY MR. FONTECILLA) You've been 21 designated to testify on behalf of the company as 22 to Safeway's internal policies and positions 23 regarding animal welfare issues; correct? 24 <b>A. Yes.</b> 25 Q. What is -- how does Safeway feel about</p>

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<p style="text-align: center;">98</p> <p>1 having an industrywide approach to an animal 2 welfare program?</p> <p>3 <b>A. As far as I'm aware, Safeway doesn't 4 have an interest in an industrywide -- I mean, 5 they -- I've participated in industrywide 6 discussions as we previously -- as I previously 7 stated. But Safeway, as far as I'm aware, has not 8 shown any interest in a industrywide animal welfare 9 program.</b></p> <p>10 Q. And for what time period is that?</p> <p>11 <b>A. As far as I'm aware, never. That's a 12 speculation of never. But as far as my 13 involvement, since the establishment of the 14 committee, I have not seen any interest as a 15 company to be involved with an industrywide animal 16 welfare program.</b></p> <p>17 Q. And prior to your involvement since the 18 establishment of the committee in 2006, did Safeway 19 ever discuss or consider participating in an 20 industrywide animal welfare program related to egg 21 production?</p> <p>22 <b>A. Could you repeat the question, please.</b></p> <p>23 Q. Sure. Prior to your involvement in the 24 establishment of the Safeway animal welfare 25 committee in 2006 -- going back to 1999, then --</p>	<p>100</p> <p>1 lines at the top; right?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. And listed in the recipients are 4 representatives of Safeway; right?</p> <p>5 <b>A. Right.</b></p> <p>6 Q. Including some of the folks we 7 mentioned earlier: Craig Bolton, Rich Calhoun, 8 Rory Frank, Tom --</p> <p>9 <b>A. Siwek.</b></p> <p>10 Q. And Debra Lambert, right?</p> <p>11 <b>A. Yes.</b></p> <p>12 Q. And the letter is -- the subject is 13 background for July 9th meeting in Chicago. Do you 14 see that?</p> <p>15 <b>A. Yes.</b></p> <p>16 Q. And it says, Attached are the 17 background materials for our meeting on July 9, 18 2001, in Chicago.</p> <p>19 Are you aware of Safeway's 20 participation in an FMI meeting on July 9, 2001?</p> <p>21 <b>A. Not until this point.</b></p> <p>22 Q. And then the second paragraph says, The 23 purpose of our meeting is to review and comment on 24 the gaps in current producer industry guidelines 25 that have been identified by our third-party animal</p>
<p style="text-align: center;">99</p> <p>1 during that time, did Safeway ever discuss or 2 consider participating in an industrywide animal 3 welfare program related to egg production?</p> <p>4 <b>A. I can speculate that, yes, there was 5 discussion.</b></p> <p>6 Q. And here it says that Jonathan Mayes 7 even attended and --</p> <p>8 <b>A. Correct.</b></p> <p>9 Q. Other than Mr. Mayes' attendance at 10 this meeting, are you aware of any discussions by 11 Safeway regarding an industrywide approach to 12 animal welfare standards in the egg industry?</p> <p>13 <b>A. No.</b></p> <p>14 <b>(Exhibit 6 was marked.)</b></p> <p>15 Q. (BY MR. FONTECILLA) Ms. Littlefield, 16 I've handed you what's been marked as Exhibit 6. 17 Give you some time to review that document. This 18 is a confidential document Bates-stamped 19 FMI-001129.</p> <p>20 Ms. Littlefield, do you recognize this 21 document?</p> <p>22 <b>A. No, it's not in my immediate memory.</b></p> <p>23 Q. At the top there's -- there's a header 24 information, this appears to be a letter from FMI 25 to certain recipients listed in the fax to and CC</p>	<p>101</p> <p>1 welfare experts. You will help us develop a 2 process to determine the feasibility and potential 3 economic impact at retail of changes to current 4 economic guidelines.</p> <p>5 Do you see that?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. Were you aware that Safeway was helping 8 FMI develop a process to study the feasibility and 9 economic impact at retail change -- retail of 10 changes to current animal welfare guidelines?</p> <p>11 <b>A. No, I was unaware.</b></p> <p>12 Q. And below that it states that the 13 letter attaches a few documents, and it lists six. 14 Do you see that?</p> <p>15 <b>A. I'm sorry, again, is that on the first 16 page?</b></p> <p>17 Q. On the first page of the letter, it 18 says, Attached are --</p> <p>19 <b>A. Excuse me. Yes.</b></p> <p>20 Q. -- six documents; right? No. 5 says, 21 McDonald's animal welfare guideline principles; 22 right?</p> <p>23 <b>A. Yes.</b></p> <p>24 Q. And No. 6 says, Burger King's animal 25 handling guidelines; right?</p>

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<p style="text-align: right;">102</p> <p>1           <b>A. Correct.</b></p> <p>2           Q. Now, if you would flip further in the</p> <p>3           document using the page numbers at the bottom to</p> <p>4           page 1139, do you see that this document at the top</p> <p>5           is titled, McDonald's USA, major actions taken with</p> <p>6           advice of animal welfare council August of 2000?</p> <p>7           <b>A. Yes.</b></p> <p>8           Q. Have you ever seen this document</p> <p>9           before?</p> <p>10           <b>A. It's not in my immediate memory, but I</b></p> <p>11           <b>might have seen it on-line potentially.</b></p> <p>12           Q. McDonald's established animal welfare</p> <p>13           guidelines in or about August of 2000; correct?</p> <p>14           <b>A. I'm assuming so, from the date on this</b></p> <p>15           <b>document. But I'm -- I know they've worked on that</b></p> <p>16           <b>for a long, long time.</b></p> <p>17           Q. And in this document, there's a second</p> <p>18           section titled, New Laying Hen Policy. Do you see</p> <p>19           that?</p> <p>20           <b>A. Uh-huh.</b></p> <p>21           Q. Under that it says, McDonald's USA will</p> <p>22           purchase eggs from suppliers who adopt the United</p> <p>23           Egg Producers Scientific Advisory Committee</p> <p>24           Recommendations.</p> <p>25           Do you see that?</p>	<p style="text-align: right;">104</p> <p>1           welfare standards for the production of eggs?</p> <p>2           <b>A. Yes.</b></p> <p>3           Q. And these are the standards that</p> <p>4           McDonald's was adopting in connection with its</p> <p>5           purchase of eggs from suppliers; right?</p> <p>6           <b>A. Correct.</b></p> <p>7           Q. And they're saying that those are an</p> <p>8           adoption of the United Egg Producers' scientific</p> <p>9           advisory committee recommendations; right?</p> <p>10           <b>A. Yes.</b></p> <p>11           Q. Does that refresh your recollection as</p> <p>12           to what the United Egg Producers scientific</p> <p>13           advisory committee recommendations is referring to?</p> <p>14           <b>A. Yes.</b></p> <p>15           Q. What is it referring to?</p> <p>16           <b>A. Space for bird, withdrawal of food</b></p> <p>17           <b>for -- to facilitate molting, and unregulated</b></p> <p>18           <b>practice of beak trimming.</b></p> <p>19           Q. Are those the same topics that are</p> <p>20           covered by the UEP guidelines that Safeway requires</p> <p>21           of its egg suppliers?</p> <p>22           <b>A. Yes.</b></p> <p>23           Q. How do these -- how do these</p> <p>24           recommendations listed here differ from the</p> <p>25           guidelines that Safeway requires of its egg</p>
<p style="text-align: right;">103</p> <p>1           <b>A. Uh-huh.</b></p> <p>2           Q. Are you familiar with the -- what</p> <p>3           they're referring to when they say United Egg</p> <p>4           Producers scientific egg producer recommendations?</p> <p>5           <b>A. Not specifically, no.</b></p> <p>6           Q. And then below -- and then there it</p> <p>7           says specifically, and then it lists three bullet</p> <p>8           points; do you see that?</p> <p>9           <b>A. Yes. Uh-huh.</b></p> <p>10           Q. And the first one has to do with a</p> <p>11           minimum space per bird. Do you see that?</p> <p>12           <b>A. Uh-huh.</b></p> <p>13           Q. And then --</p> <p>14           MR. MURRAY: You have to say yes or no.</p> <p>15           <b>A. Sorry. Yes.</b></p> <p>16           Q. (BY MR. FONTICILLA) And then the</p> <p>17           second bullet point, the bullet that says, We will</p> <p>18           not support the withdrawal of food or water to</p> <p>19           facilitate molting. Do you see that?</p> <p>20           <b>A. Yes.</b></p> <p>21           Q. And then the third bullet point says,</p> <p>22           We will not support the unregulated practice of</p> <p>23           beak trimming. Do you see that?</p> <p>24           <b>A. Yes.</b></p> <p>25           Q. Do you understand these to be animal</p>	<p style="text-align: right;">105</p> <p>1           suppliers?</p> <p>2           <b>A. I would say they are absolutely</b></p> <p>3           <b>similar. I think the only difference would be the</b></p> <p>4           <b>certification of UEP guidelines.</b></p> <p>5           Q. And what do you mean by that?</p> <p>6           <b>A. Isn't there a UEP certification which</b></p> <p>7           <b>Safeway does not require?</b></p> <p>8           MR. FONTICILLA: I think we're out of</p> <p>9           tape, so we need to switch tapes.</p> <p>10           THE VIDEOGRAPHER: Off the record, end</p> <p>11           of tape three, at 1:26.</p> <p>12           (Recess had from 1:26 p.m. to 1:29 p.m.)</p> <p>13           THE VIDEOGRAPHER: We're on the record,</p> <p>14           start tape four, March 19, 2014, Virginia</p> <p>15           Littlefield, at 1:29.</p> <p>16           Q. (BY MR. FONTICILLA) Ms. Littlefield,</p> <p>17           we're looking at Exhibit 7, and there are a series</p> <p>18           of bullet points related to McDonald's actions</p> <p>19           taken with advice of animal welfare council.</p> <p>20           And what -- how do these animal welfare</p> <p>21           standards listed here compare with the ones that</p> <p>22           Safeway has required of its egg suppliers between</p> <p>23           1999 and 2008?</p> <p>24           <b>A. I would say these are the recommended</b></p> <p>25           <b>practices that Safeway recommends; that, in</b></p>

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<p style="text-align: right;">106</p> <p>1 general, that's the industry standard, which is  2 Safeway policy in the past, present, and I assume  3 in the future, is to follow recommended industry  4 practices.</p> <p>5 So I would say that these three  6 requirements are what Safeway refers to as  7 following the UEP guidelines.</p> <p>8 Q. And did the fact that McDonald's  9 adopted animal welfare standards related to the  10 purchase of eggs from its suppliers in or around  11 August of 2000 have any effect on Safeway's  12 decision making related to what it would require of  13 its egg suppliers in terms of animal welfare?</p> <p>14 A. Yes. I believe McDonald's is one of  15 the front-runners in establishing guidelines for  16 the industry. And I think indirectly, their  17 requirements for their suppliers would have some  18 influence on Safeway's decision to move forward  19 with such -- identifying such practices.</p> <p>20 Q. Did it encourage Safeway to adopt  21 animal welfare standards?</p> <p>22 MR. MURRAY: Did it? Who is "it"?</p> <p>23 Q. (BY MR. FONTECILLA) Did McDonald's  24 adoption of its animal welfare standards in or  25 about August of 2000 encourage Safeway to adopt its</p>	<p>108</p> <p>1 handling guidelines and audits. Do you see that?</p> <p>2 A. Yes.</p> <p>3 Q. And it's dated June 28, 2001; right?</p> <p>4 A. Yes.</p> <p>5 Q. And in it it says, Burger King  6 Corporation today adopted industry leading  7 guidelines and audits for the humane handling of  8 food animals and petitioned the U.S. Department of  9 Agriculture to fully and actively enforce the  10 Humane Slaughter Act.</p> <p>11 Do you see that?</p> <p>12 A. Uh-huh.</p> <p>13 MR. MURRAY: You have to answer yes or  14 no.</p> <p>15 A. Yes.</p> <p>16 Q. (BY MR. FONTECILLA) And then on the  17 next page, if you flip the page, there's a section  18 titled, Animal Handling During Egg Production.</p> <p>19 Do you see that?</p> <p>20 A. Yes.</p> <p>21 Q. And it says, Burger King Corporation  22 will adopt, and in some cases exceed, the United  23 Egg Producers scientific advisory committee's  24 recommended guidelines for laying hens.</p> <p>25 Do you see that?</p>
<p style="text-align: right;">107</p> <p>1 own animal welfare standards with regards to egg  2 suppliers?</p> <p>3 A. I'm speculating. But, I mean, in  4 Safeway's policy, past, current and future, it's --  5 we encourage our vendors to use established  6 guidelines in the industry.</p> <p>7 So I would say whether the decision was  8 influenced by McDonald's or not, that would be  9 something that would be a speculation, if  10 McDonald's was the influence. The guidelines  11 themselves, I would think more so.</p> <p>12 Q. You say that Safeway's policy is to  13 encourage the vendors to use the established  14 guidelines in the industry. Did Safeway ever  15 consider what standards had been used by fast-food  16 chains when determining what would be the industry  17 standard guidelines it would recommend to its egg  18 suppliers?</p> <p>19 A. I'm not sure.</p> <p>20 Q. On the -- if you flip the page to the  21 next page, you'll see this is a press release from  22 Burger King; right?</p> <p>23 A. Yes.</p> <p>24 Q. And it's titled, Burger King  25 corporation announces industry leading food animal</p>	<p>109</p> <p>1 A. Yes.</p> <p>2 Q. Did the fact that Burger King adopted  3 the United Egg Producers scientific advisory  4 committee's guidelines factor into Safeway's  5 decision as to how it would handle animal welfare  6 standards for its egg suppliers?</p> <p>7 A. Again, I would be speculating, not  8 Burger King, the company itself, would influence  9 Safeway's decision.</p> <p>10 Q. Well, Safeway would consider -- you  11 testified that Safeway wanted to make sure that  12 its -- it was making sure that its egg suppliers  13 were using industry standards; right?</p> <p>14 A. Yes.</p> <p>15 Q. And the way to figure out what an  16 industry standard is using is to see what folks are  17 using in the industry; right?</p> <p>18 A. Correct.</p> <p>19 Q. And so Safeway would look at other  20 retailers, for example; right?</p> <p>21 A. Correct.</p> <p>22 Q. For example, Krogers and Albertsons;  23 right?</p> <p>24 A. Yes.</p> <p>25 Q. And it would also -- you testified that</p>

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<p style="text-align: center;">110</p> <p>1 Safeway sent you to a CGI conference where both 2 food retailers and fast-food chains wanted to 3 develop an industry standard with regards to animal 4 welfare; right?</p> <p>5 <b>A. CFI.</b></p> <p>6 Q. Or CFI. Excuse me. So Safeway would 7 also look at what fast-food chains are doing, 8 because they also buy from egg suppliers; right?</p> <p>9 MR. MURRAY: Object to the form of the 10 question. That mischaracterizes the testimony. 11 You can answer if you can.</p> <p>12 <b>A. Do I have to answer?</b></p> <p>13 MR. MURRAY: Yes, if you know the 14 answer.</p> <p>15 <b>A. I would agree.</b></p> <p>16 Q. (BY MR. FONTECILLA) And the reason for 17 that is, in part, because some egg suppliers supply 18 eggs to both fast-food chains as well as food 19 retailers; right?</p> <p>20 <b>A. Right.</b></p> <p>21 Q. So the eggs are being produced in the 22 same location; right?</p> <p>23 <b>A. Right.</b></p> <p>24 Q. And so the egg supplier would have to 25 comply with standards set by its other customers;</p>	<p style="text-align: center;">112</p> <p>1 she know that? Object to the form of the question. 2 Q. (BY MR. FONTECILLA) And on the first 3 page we saw that FMI had invited Safeway to 4 participate in helping to develop those industry 5 standards regarding egg production and other 6 industries?</p> <p>7 <b>A. Right.</b></p> <p>8 Q. And if we look at the third page of 9 this Exhibit 7, we'll see FMI's board of proof 10 policy regarding animal welfare, says, Adopted 11 January 14, 2001; right?</p> <p>12 <b>A. Yes.</b></p> <p>13 Q. And it says, FMI believes animal 14 welfare issues, including animal husbandry 15 practices and humane processing, are issues of 16 importance to all of its members; right?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. And that would include Safeway; right?</p> <p>19 MR. FONTECILLA: Object to the form of 20 the question.</p> <p>21 <b>A. Can you rephrase the question?</b></p> <p>22 Q. (BY MR. FONTECILLA) Sure. The 23 statement in the first sentence of FMI's animal 24 welfare board of proof policy on this page of 25 Exhibit 7 states that FMI believes animal welfare</p>
<p style="text-align: center;">111</p> <p>1 right?</p> <p>2 <b>A. Right.</b></p> <p>3 Q. And so Safeway would consider what the 4 food standards of those other customers might be 5 when recommending egg supplier welfare standards to 6 its egg suppliers; right?</p> <p>7 MR. MURRAY: Object to the form of the 8 question. You can answer if you know.</p> <p>9 <b>A. I don't know.</b></p> <p>10 Q. (BY MR. FONTECILLA) If you flip to the 11 second page of this Exhibit 7, please. There's a 12 meeting scheduled for the July 9th meeting; right?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. And listed among one of the agenda 15 items is comments by McDonald's representatives; 16 right?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. So FMI had invited McDonald's 19 representatives to come and talk about its animal 20 welfare standards in connection with FMI's 21 evaluation of potential animal welfare standards 22 that retailers would adopt?</p> <p>23 <b>A. Yes.</b></p> <p>24 Q. And Safeway was invited as we saw --</p> <p>25 MR. MURRAY: Are you asking her does</p>	<p style="text-align: center;">113</p> <p>1 issues are issues of importance to all of its 2 members; right?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. Does Safeway believe animal welfare 5 issues are important?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. And as a result of that it says, 8 Therefore, FMI's board of directors adopts the 9 following industry policy and program components to 10 be shared with our customers and our suppliers in 11 the producer community.</p> <p>12 Do you see that?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. Safeway was a member of FMI at this 15 time in 2001; right?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. It was also a member of FMI's board of 18 directors; correct?</p> <p>19 <b>A. I'm not sure about the board of 20 directors.</b></p> <p>21 Q. Did Safeway ever -- was Safeway 22 involved in the development of FMI's board of proof 23 policy on this page?</p> <p>24 <b>A. I'm not sure.</b></p> <p>25 Q. And FMI's board of proof policy on this</p>

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<p style="text-align: center;">114</p> <p>1 page has two sections, a policy section and a 2 program component section; right?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. And under the program component section 5 of its board of proof policy it states, under 6 No. 1, Develop a set of retailer expectations for 7 growers, producers and processors that are modeled 8 on best practices for animal husbandry and animal 9 processing.</p> <p>10 Do you see that?</p> <p>11 <b>A. Yes.</b></p> <p>12 Q. Do you understand that to mean that FMI 13 was developing a set of industrywide animal welfare 14 practices for its suppliers?</p> <p>15 MR. MURRAY: Objection to the form of 16 the question.</p> <p>17 <b>A. Can you restate the question?</b></p> <p>18 Q. (BY MR. FONTECILLA) Do you understand 19 what's listed as program component No. 1 of FMI's 20 board of proof policy to mean that FMI was 21 developing a set of retailer industrywide animal 22 welfare standards that were based on best 23 practices?</p> <p>24 MR. MURRAY: Same objection.</p> <p>25 <b>A. I mean, from the document I can see</b></p>	<p style="text-align: center;">116</p> <p>1 <b>industrywide animal welfare best practices.</b></p> <p>2 Q. (BY MR. FONTECILLA) And we saw from 3 the first page of Exhibit 7 that FMI had invited 4 Safeway to participate in that development; right?</p> <p>5 <b>A. Correct.</b></p> <p>6 Q. And under program components on FMI's 7 board of proof policy, under No. 3, it states, 8 Review the set of expectations with the producer 9 community to ascertain reasonableness, cost, 10 feasibility and realistic timeframes for 11 implementation of verification programs.</p> <p>12 Do you see that?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. When Safeway -- when Safeway evaluates 15 animal welfare standards or guidelines that it 16 might adopt for its suppliers, does it also work 17 with the suppliers to ascertain reasonableness, 18 cost, feasibility and realistic timeframes for 19 implementing those programs?</p> <p>20 <b>A. I'm not aware of discussions of that.</b></p> <p>21 <b>I think it's an expectation that our vendors will</b> <b>follow industry accepted practices.</b></p> <p>22 Q. But does -- here it says that FMI was 23 going to review the industrywide standards it was 24 working to develop with the producer community to</p>
<p style="text-align: center;">115</p> <p>1 <b>that, yes, that was the effort they were setting</b> <b>forward with.</b></p> <p>2 Q. (BY MR. FONTECILLA) Right. And we saw 3 earlier up top on this same page that FMI had 4 adopted the industry policy to be shared with its 5 customers and its suppliers; right?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. And so FMI wanted to share with the 8 suppliers and the producer community its 9 industrywide retail expectations for animal 10 welfare?</p> <p>11 MR. MURRAY: Objection to the form of 12 the question. Lack of foundation. She's not here 13 as an FMI witness. You can answer if you know what 14 FMI wanted to do.</p> <p>15 MR. FONTECILLA: Counsel, please don't 16 instruct the witness on how --</p> <p>17 MR. MURRAY: I'm telling her she can 18 answer. But your question implied that she would 19 have knowledge of FMI's intent.</p> <p>20 MR. FONTECILLA: Your objection is 21 noted. I would ask that you keep it to a proper 22 objection.</p> <p>23 <b>A. Again, from the document, I can read</b> <b>that FMI was in the process of developing an</b></p>	<p style="text-align: center;">117</p> <p>1 talk about reasonableness, cost, feasibility and 2 realistic timeframes for implementing them; right?</p> <p>3 <b>A. Right.</b></p> <p>4 Q. So my question is: Does Safeway also 5 do that?</p> <p>6 MR. MURRAY: Objection. Asked and 7 answered.</p> <p>8 Q. (BY MR. FONTECILLA) My question is: 9 Does Safeway when it's evaluating animal welfare 10 standards also work with the producer community to 11 talk about reasonableness of the standards?</p> <p>12 MR. MURRAY: Objection. Asked and 13 answered.</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. (BY MR. FONTECILLA) And does Safeway 16 when evaluating animal welfare standards that it 17 wants to recommend to its suppliers also work with 18 the suppliers to discuss cost?</p> <p>19 <b>A. I'm assuming so. That would be a</b> <b>discussion within the marketing group.</b></p> <p>20 Q. You are on the Safeway animal welfare 21 council; right?</p> <p>22 <b>A. Correct.</b></p> <p>23 Q. And we saw earlier in one of the 24 documents that you all -- that the council</p>

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<p style="text-align: center;">118</p> <p>1     discusses animal welfare standards that Safeway is 2     considering?</p> <p>3       <b>A. Right.</b></p> <p>4       Q. And as part of those discussions, does 5       the -- does Safeway work with the producers to 6       understand what the cost of the animal welfare 7       standards might be?</p> <p>8       <b>A. Yes, we do discuss costs of changes, 9       modifications to facilities, cost -- increased cost 10       of goods.</b></p> <p>11       Q. And why -- go ahead.</p> <p>12       <b>A. I'm finished.</b></p> <p>13       Q. And why does Safeway work with its 14       producers to talk about that?</p> <p>15       <b>A. So that we can provide an affordable 16       product to our customers.</b></p> <p>17       Q. And does Safeway also work with its 18       producer communities when evaluating animal welfare 19       standards to talk about feasibility?</p> <p>20       <b>A. Yes.</b></p> <p>21       Q. And does Safeway when evaluating animal 22       welfare standards also work with its producer 23       community to talk about realistic timeframes for 24       implementing those programs?</p> <p>25       <b>A. Yes.</b></p>	<p style="text-align: center;">120</p> <p>1     that FMI wanted to distribute the industrywide 2     standards it was developing with Safeway's help to 3     its current and future suppliers?</p> <p>4       MR. MURRAY: Objection to the form of 5       the question. Lack of foundation.</p> <p>6       <b>A. From the list of attendees, I would say 7       Safeway was aware of that.</b></p> <p>8       Q. (BY MR. FONTECILLA) And on the next 9       page -- on the next two pages, actually, of 10       Exhibit 7, looking at Bates stamps 1132 and 1133, 11       there is a two-page document titled, Work Plan, 12       Animal Welfare Issues Management.</p> <p>13       Do you see that?</p> <p>14       <b>A. Yes.</b></p> <p>15       Q. And this is what's listed on page 1 of 16       Exhibit 7 as attachment No. 3; right?</p> <p>17       <b>A. Right.</b></p> <p>18       Q. And here it states that, Between 19       December 1st and January 5th, FMI will establish a 20       schedule of conference call meetings with members 21       advisory group.</p> <p>22       Do you see that?</p> <p>23       <b>A. Yes.</b></p> <p>24       Q. Was -- Safeway was a part of that 25       members advisory group; right?</p>
<p style="text-align: center;">119</p> <p>1       Q. Under program components in this FMI 2       board of proof policy, No. 4 states, Distribute the 3       set of expectations as voluntary recommendations 4       for retail companies to adopt and use in their 5       discussions with current and future suppliers.</p> <p>6       Do you see that?</p> <p>7       <b>A. Yes.</b></p> <p>8       Q. Did Safeway expect FMI to distribute 9       the industrywide standards that it was adopting 10       regarding animal welfare to its suppliers?</p> <p>11       MR. MURRAY: Object to the form of the 12       question. Lack of foundation.</p> <p>13       <b>A. Yes. Could you rephrase the question?</b></p> <p>14       Q. (BY MR. FONTECILLA) Sure. Program 15       component No. 4 of FMI's board of proof policy 16       states that it was going to distribute the 17       industrywide retail expectations for retail 18       companies to adopt and use in their discussions 19       with current and future suppliers?</p> <p>20       MR. MURRAY: Objection. Lack of 21       foundation.</p> <p>22       Q. (BY MR. FONTECILLA) That's what it 23       states; right?</p> <p>24       <b>A. Yes.</b></p> <p>25       Q. And my question is: Did Safeway know</p>	<p style="text-align: center;">121</p> <p>1       MR. MURRAY: Objection. Lack of 2       foundation.</p> <p>3       <b>A. I can assume so from the list of 4       attendees.</b></p> <p>5       Q. (BY MR. FONTECILLA) On the first page 6       of Exhibit 7?</p> <p>7       <b>A. Correct.</b></p> <p>8       Q. Because it says, on that first page, 9       You will help us develop a process to determine the 10       feasibility of potential economic impact at retail 11       of changes to current guidelines; right?</p> <p>12       <b>A. From the document, yes.</b></p> <p>13       Q. And the second kind of arrow bullet 14       point in the work plan there, says that FMI will 15       undertake informal meetings with the producer 16       community to outline concerns and announce 17       intention to develop a specific policy and program 18       addressing animal welfare issues.</p> <p>19       Do you see that?</p> <p>20       <b>A. Yes.</b></p> <p>21       Q. Do you understand that to mean that FMI 22       notified producers that it was working to develop 23       the policy and programs related to animal welfare?</p> <p>24       MR. MURRAY: Object to the form of the 25       question.</p>

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<p style="text-align: center;">122</p> <p>1       A. Again, this is a work -- this is a work 2       plan, so I can't assume -- I mean, I -- I couldn't 3       answer that they sent that information out. 4       Q. (BY MR. FONTECILLA) Sure. And maybe 5       it will clear up if I rephrase it this way. 6       You said it was a work plan. Do you 7       understand the second bullet point to mean that it 8       was FMI's plan to share with the producer committee 9       the specific policy and programs addressing animal 10       welfare that it was developing? 11       MR. MURRAY: Object to the form of the 12       question. 13       A. Can we try one more time to restate the 14       question? 15       Q. (BY MR. FONTECILLA) Sure. This is 16       FMI's work plan -- 17       A. Correct. 18       Q. -- that it was -- 19       A. I understand that. 20       Q. -- that it was circulating to its -- 21       its retail members listed on page 1; right? 22       A. Correct. 23       Q. And as one of those bullet points under 24       its work plan, FMI was stating that it would 25       undertake meetings with the producer community;</p>	<p style="text-align: center;">124</p> <p>1       Q. (BY MR. FONTECILLA) Did Safeway at 2       this time know that FMI was notifying producers 3       about FMI's plan to develop an industrywide animal 4       welfare program? 5       MR. MURRAY: Object to the form of the 6       question. Lack of foundation. 7       A. I can't answer that. 8       Q. (BY MR. FONTECILLA) Why not? 9       A. I -- I mean, I can see here that 10       Safeway was invited to attend the call, and I can 11       see that this is a work plan; but I don't see that 12       these were completed in any way. And in my 13       interpretation of the document, it's a plan to 14       proceed. 15       Q. And my question is just simply: Is it 16       your understanding that the plan for FMI was to 17       reach out to producers and inform them that FMI -- 18       A. I see that on their plan in the work 19       plan you provided as a document. 20       Q. Right. And on the second page of the 21       work plan, this is a section titled, February 1st 22       to February 15th. Do you see that? 23       A. Yes. 24       Q. And the third bullet point under that 25       states that FMI will meet with producer community</p>
<p style="text-align: center;">123</p> <p>1       right? 2       A. Uh-huh. 3       Q. That was the plan? 4       MR. MURRAY: You've got to answer yes 5       or no. 6       A. Yes. Sorry. 7       Q. (BY MR. FONTECILLA) So those 8       meetings -- 9       MR. MURRAY: Take your time and focus 10       and pay attention. 11       Q. (BY MR. FONTECILLA) Those meetings 12       that FMI was planning to have with this producer 13       community, it says were to outline concerns and 14       announce an intention to develop a specific policy 15       and program addressing animal welfare issues. 16       That's what it says; right? 17       A. Yes. 18       Q. And do you understand that to mean that 19       FMI was going to notify producers that it was 20       developing a policy and program related to animal 21       welfare? 22       MR. MURRAY: Object to the form of the 23       question. Lack of foundation. 24       A. I understand that as a bullet point on 25       the work plan.</p>	<p style="text-align: center;">125</p> <p>1       and restaurant industry to share policy and program 2       components, secure their commitment and support. 3       Do you see that? 4       A. Yes. 5       Q. Did Safeway know that FMI planned to 6       meet with the producer community to share its 7       policy and program components? 8       MR. MURRAY: Object to the form of the 9       question. Lack of foundation. 10       A. Again, I can see that this is a work 11       plan. And I can see that it was within the plan. 12       Q. (BY MR. FONTECILLA) And the plan was 13       sent to Safeway; right? 14       A. Correct. 15       Q. So did Safeway know that FMI's plan at 16       this time was to meet with the producer community 17       to share the policy and program components it was 18       developing? 19       MR. MURRAY: Objection. Lack of 20       foundation, asked and answered. 21       A. Again, I -- same situation. I can see 22       that the attendees were here. I can see it in the 23       documentation. But I can't -- I -- I can see it as 24       a work plan. 25       Q. (BY MR. FONTECILLA) As Safeway's</p>

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<p style="text-align: right;">126</p> <p>1 corporate designee related to its internal 2 discussions related to animal welfare issues, did 3 Safeway know in 2001 that FMI was planning to 4 secure the commitment and support of producers for 5 FMI's planned animal welfare program?</p> <p>6 MR. MURRAY: Objection. Lack of 7 foundation, asked and answered.</p> <p>8 <b>A. Can we take -- all right. Yes, I can 9 see that from the document.</b></p> <p>10 Q. (BY MR. FONTECILLA) Other than seeing 11 from the document what we've been discussing, do 12 you have any basis to testify about what Safeway 13 was -- what Safeway knew internally in 2001 about 14 what FMI was doing regarding animal welfare issues?</p> <p>15 <b>A. I'm -- Safeway was aware of what FMI 16 was doing. I'm not sure that Safeway adopted what 17 FMI was doing.</b></p> <p>18 Q. Okay. So in the second page -- on 19 page 1133 of Exhibit 7, it states that -- it states 20 from advisory council, hold first meeting.</p> <p>21 Do you see that?</p> <p>22 <b>A. Yes.</b></p> <p>23 Q. And then under that, it says, Begin 24 development of retailer expectations in conjunction 25 with a committee of members.</p>	<p>1 corporate representative. You can answer if you 2 know.</p> <p>3 <b>A. So I'm unsure.</b></p> <p>4 Q. (BY MR. FONTECILLA) On the following 5 page of Exhibit 7, Bates-stamped page 1134 and 6 going through 1137, is a four-page document titled, 7 Animal Welfare Conference Call, Wednesday June 6, 8 2001.</p> <p>9 Do you see that?</p> <p>10 <b>A. Yes.</b></p> <p>11 Q. Have you seen this document before?</p> <p>12 <b>A. Not that I'm aware of.</b></p> <p>13 Q. And you see that this is the attachment 14 to the letter sent to Safeway on page 1 of 15 Exhibit 7. It's listed as No. 4 of the attachments 16 to the letter sent to Safeway; right?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. Do you see it has participants listed 19 for this conference call?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. Do you know who any of the participants 22 on this conference call are?</p> <p>23 <b>A. Yes.</b></p> <p>24 Q. Who do you recognize -- whose names do 25 you recognize on this participants list?</p>
<p style="text-align: right;">127</p> <p>1 Do you see that?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. Did UEP ever approach Safeway in 2001 4 about FMI's plan to develop a set of animal welfare 5 policies?</p> <p>6 <b>A. Possibly.</b></p> <p>7 Q. Why do you say that?</p> <p>8 <b>A. It could be possible that they 9 approached Safeway.</b></p> <p>10 Q. I'm asking you as Safeway's corporate 11 designee on behalf of the company, does the 12 company -- is it the company's -- I'm asking you as 13 a corporate designee: Did UEP ever approach 14 Safeway in 2001 about FMI's animal welfare 15 policies?</p> <p>16 <b>A. Approaching Safeway with something like 17 that would go through our public affairs 18 department.</b></p> <p>19 Q. So you don't know whether UEP did or 20 did not approach Safeway in 2001 about FMI's animal 21 welfare policies?</p> <p>22 MR. MURRAY: You can answer if you 23 know. But again, any communications with outside 24 groups to Safeway about these issues are under 25 Brian Dowling. That's who we've designated as the</p>	<p>129</p> <p>1 <b>A. Temple Grandin.</b></p> <p>2 Q. And that's because he's on Safeway --</p> <p>3 <b>A. She.</b></p> <p>4 Q. She. Excuse me again. Dr. Grandin is 5 on Safeway's animal welfare council?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. Do you recognize any of the other names 8 listed here on conference call participants?</p> <p>9 <b>A. I'm familiar with the name Adelle 10 Douglas.</b></p> <p>11 Q. How are you familiar with that name?</p> <p>12 <b>A. I've heard Dr. Grandin mention her 13 name.</b></p> <p>14 Q. Did Safeway know that in 2001, FMI had 15 established an expert review panel regarding animal 16 welfare?</p> <p>17 MR. MURRAY: Objection. Lack of 18 foundation.</p> <p>19 <b>A. Could you rephrase the question?</b></p> <p>20 Q. (BY MR. FONTECILLA) Sure. In this 21 document that is animal welfare conference call, it 22 has a section titled, Expert Review Panel; right?</p> <p>23 <b>A. Correct.</b></p> <p>24 Q. And under there it lists Adelle 25 Douglas, Gail Goleb, Temple Grandin and Joe</p>

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<p>1 Regenstein?</p> <p>2       <b>A. Yes.</b></p> <p>3       Q. Do you understand that to mean that</p> <p>4       those four individuals listed under expert review</p> <p>5       panel were members of an FMI expert review panel?</p> <p>6       <b>A. Yes.</b></p> <p>7       Q. And did Safeway at this time know that</p> <p>8       FMI was working with these experts?</p> <p>9       MR. MURRAY: Objection. Lack of</p> <p>10      foundation.</p> <p>11       <b>A. Yes.</b></p> <p>12       Q. (BY MR. FONTECILLA) And in this -- in</p> <p>13      this document, it states in that first paragraph</p> <p>14      that, After introductions, Karen reviewed the role</p> <p>15      of the expert review panel and FMI's intent to</p> <p>16      develop a set of retailers' expectations for animal</p> <p>17      welfare and human handling.</p> <p>18      Do you see that?</p> <p>19       <b>A. Humane handling; yes.</b></p> <p>20       Q. Humane handling. Excuse me.</p> <p>21      Do you understand that to mean that FMI</p> <p>22      was working with these experts to develop a set of</p> <p>23      industrywide animal welfare guidelines?</p> <p>24       MR. MURRAY: Objection to the form of</p> <p>25      the question.</p>	<p>1 of this animal welfare conference call attachment,</p> <p>2 there is some bullet points at the top.</p> <p>3       Do you see that?</p> <p>4       <b>A. Yes.</b></p> <p>5       Q. And the second bullet states: Cannot</p> <p>6       count on government for animal welfare. FSIS has</p> <p>7       minimal impact, and APHIS has no authority on farm.</p> <p>8       Do you know what is being referred to</p> <p>9       by FSIS?</p> <p>10       <b>A. Food Safety Inspection Service.</b></p> <p>11       Q. And what is that?</p> <p>12       <b>A. That's a USDA branch of the government</b></p> <p>13      who inspects processing facilities.</p> <p>14       Q. And do you know what's being referred</p> <p>15      to as APHIS?</p> <p>16       <b>A. That's APHIS. And again, not -- I</b></p> <p>17      <b>don't immediately remember what all the letters</b></p> <p>18      <b>stand for. But it's, again, a branch of the U.S.</b></p> <p>19      <b>government that works with animal agriculture.</b></p> <p>20       Q. And then after that, it states, Animal</p> <p>21      welfare is better controlled by the supplier/buyer</p> <p>22      relationship.</p> <p>23       Do you see that?</p> <p>24       <b>A. Yes.</b></p> <p>25       Q. Does Safeway agree with that statement?</p>
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<p style="text-align: right;">134</p> <p>1 Bates-stamped 1144, was asked to comment on 2 existing animal welfare guidelines related to 3 particular species?</p> <p>4 MR. MURRAY: Objection to the form of 5 the question.</p> <p>6 <b>A. Could you rephrase the question, 7 please?</b></p> <p>8 Q. (BY MR. FONTECILLA) Sure. Reading 9 that sentence that starts with "following this 10 discussion," is it your understanding that the 11 expert review panel listed on page 1, including 12 Dr. Grandin, was asked to comment on existing 13 animal welfare guidelines?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. And if you go down to the bottom of the 16 page, there's a section titled, Chickens Egg 17 Layers?</p> <p>18 <b>A. Yes.</b></p> <p>19 Q. And there are two bullet points on that 20 page. The first one states, three gaps, space, 21 forced molting and disposal.</p> <p>22 Do you see that?</p> <p>23 <b>A. Yes.</b></p> <p>24 Q. What do you understand that to mean?</p> <p>25 <b>A. Space for each chicken or laying hen,</b></p>	<p style="text-align: right;">136</p> <p>1 Do you see that?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. What does that mean?</p> <p>4 MR. MURRAY: Objection. Lack of 5 foundation. You can answer if you know.</p> <p>6 <b>A. I mean, I interpret that each laying 7 hen, the recommendation is 72 square inches of 8 floor space.</b></p> <p>9 Q. (BY MR. FONTECILLA) So it's referring 10 to the case space issue in the first two bullet 11 points; correct?</p> <p>12 <b>A. Correct.</b></p> <p>13 Q. And then the next sentence says, UEP 14 said it would meet this standard in ten years. Not 15 acceptable to expert panel.</p> <p>16 Are you aware of what is being referred 17 to by the ten years?</p> <p>18 MR. MURRAY: Object to the form of the 19 question.</p> <p>20 <b>A. Can you rephrase the question?</b></p> <p>21 Q. (BY MR. FONTECILLA) Sure. The FMI 22 expert review panel that participated in this 23 meeting in 2001 recommended a minimum size for cage 24 space; right?</p> <p>25 <b>A. Correct.</b></p>
<p style="text-align: right;">135</p> <p>1 forced molting that are -- we discussed earlier in 2 the UEP, recommendations; disposal would be removal 3 of dead animals.</p> <p>4 Q. Do you understand that the second 5 bullet point where it says cage size of egg layers 6 is a big issue to refer to to meet the space issue 7 on the first bullet point?</p> <p>8 <b>A. Yes.</b></p> <p>9 Q. And then if you turn the page, on Bates 10 stamp 1146 of Exhibit 7, the next bullet point 11 says, Recommendation is for minimum 12 72-square-inches floor space.</p> <p>13 Do you see that?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. Do you understand that to mean that the 16 expert -- that FMI's expert review panel, including 17 Dr. Grandin, was recommending a minimum of 18 72 square inches of floor space?</p> <p>19 MR. MURRAY: Objection to the form of 20 the question.</p> <p>21 <b>A. Could you reformat the question, 22 please?</b></p> <p>23 Q. (BY MR. FONTECILLA) Sure. It says in 24 that bullet point, page 1146, recommendation is for 25 minimum 72 square inches floor space.</p>	<p style="text-align: right;">137</p> <p>1 Q. And do you know if the FMI expert 2 review panel met with UEP prior to having this 3 call?</p> <p>4 MR. MURRAY: Object to the form of the 5 question.</p> <p>6 <b>A. I do not know.</b></p> <p>7 Q. (BY MR. FONTECILLA) Do you know if 8 Safeway had any involvement in developing the FMI 9 expert review panel's recommendation for a 10 minimum-sized cage space?</p> <p>11 <b>A. No.</b></p> <p>12 Q. And where it says that UEP would meet 13 the standard recommended by the FMI expert review 14 panel, it said that the ten years that UEP stated 15 would not be acceptable to the expert panel; right?</p> <p>16 <b>A. Yes, I can see that from the document.</b></p> <p>17 Q. When animal welfare -- when Safeway 18 recommends a change in the animal welfare standard, 19 does Safeway understand that it may take time to 20 implement a certain standard?</p> <p>21 <b>A. Yes.</b></p> <p>22 Q. And does Safeway work with its 23 suppliers to understand what that time frame 24 implementation might be of a change in the 25 standard?</p>

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<p style="text-align: right;">138</p> <p>1           <b>A. Yes.</b></p> <p>2           Q. And with that context, what do you</p> <p>3           understand it to mean when it says that ten years</p> <p>4           for meeting a standard is not acceptable to the</p> <p>5           expert panel?</p> <p>6           MR. MURRAY: Object to the form of the</p> <p>7           question. Lack of foundation. You can answer.</p> <p>8           <b>A. Safeway understands that that will take</b></p> <p>9           <b>time to make changes in -- change current</b></p> <p>10           <b>practices. So yes, Safeway understands that it</b></p> <p>11           <b>takes time to implement changes.</b></p> <p>12           Q. (BY MR. FONTECILLA) And when Safeway</p> <p>13           works with its producers to understand what the</p> <p>14           time is for implementing a change, do the producers</p> <p>15           sometimes inform Safeway of what they expect the</p> <p>16           timeframe to be?</p> <p>17           <b>A. Yes.</b></p> <p>18           Q. And does Safeway sometimes disapprove</p> <p>19           of the length of time that the producers inform</p> <p>20           Safeway about?</p> <p>21           <b>A. Disapproval is probably a strong word.</b></p> <p>22           <b>I think Safeway is willing to negotiate those</b></p> <p>23           <b>timeframes.</b></p> <p>24           Q. Are there instances Safeway would like</p> <p>25           to negotiate a timeframe that is sooner than what</p>	<p style="text-align: right;">140</p> <p>1           <b>(Exhibit 8 was marked.)</b></p> <p>2           MR. FONTECILLA: Can you do me a favor,</p> <p>3           tell me what the number on the exhibit is?</p> <p>4           MR. MURRAY: No. 7. Are you going to</p> <p>5           No. 8? Keep these in order. We're going to give</p> <p>6           them to the reporter when you're done. She will</p> <p>7           keep custody.</p> <p>8           Q. (BY MR. FONTECILLA) Ms. Littlefield,</p> <p>9           I've handed you what's been marked as Exhibit 8.</p> <p>10           <b>A. Yes.</b></p> <p>11           Q. Do you recognize this document?</p> <p>12           <b>A. Not immediately, no.</b></p> <p>13           Q. This is a confidential document bearing</p> <p>14           Bates label FMI-001714. At the top it's titled</p> <p>15           Global Animal Welfare Challenges Various</p> <p>16           Perspectives, a Marketplace Perspective.</p> <p>17           Do you see that?</p> <p>18           <b>A. Yes.</b></p> <p>19           Q. And it's authored by the Food Marketing</p> <p>20           Institute?</p> <p>21           <b>A. Yes.</b></p> <p>22           Q. And in footnote 1 it states that the</p> <p>23           Food Marketing Institute conducts programs and</p> <p>24           research, education, industry relations and public</p> <p>25           affairs on behalf of its 2300 member companies.</p>
<p style="text-align: right;">139</p> <p>1           the producer has informed Safeway about?</p> <p>2           MR. MURRAY: Object to the form of the</p> <p>3           question. Calls for speculation. You can answer</p> <p>4           if you know.</p> <p>5           <b>A. I can answer utilizing an example of</b></p> <p>6           <b>the cage-free lines of eggs Safeway carries. We</b></p> <p>7           <b>had a certain expectation to increase our cage-free</b></p> <p>8           <b>egg supply within ten years. We've exceeded that.</b></p> <p>9           <b>We exceeded that previous to ten years, and we've</b></p> <p>10           <b>already moved forward from that earlier goal and</b></p> <p>11           <b>stepped ahead.</b></p> <p>12           <b>So with that example, I hope I've</b></p> <p>13           <b>answered that question.</b></p> <p>14           Q. (BY MR. FONTECILLA) Has a producer</p> <p>15           ever recommended or informed Safeway that it would</p> <p>16           take a certain amount of time to implement an</p> <p>17           animal welfare standard and then Safeway asked for</p> <p>18           a shorter amount of time?</p> <p>19           <b>A. I can only speculate.</b></p> <p>20           Q. So you're not aware of any instances</p> <p>21           where that's happened?</p> <p>22           <b>A. I can't state a specific example.</b></p> <p>23           <b>However, with Safeway's commitment to animal</b></p> <p>24           <b>welfare, I'm sure they encourage vendors to move as</b></p> <p>25           <b>quickly as they possibly can.</b></p>	<p style="text-align: right;">141</p> <p>1           Do you see that?</p> <p>2           <b>A. Yes.</b></p> <p>3           Q. Does FMI ever send to Safeway reports</p> <p>4           about animal welfare practices?</p> <p>5           MR. MURRAY: Object to the form of the</p> <p>6           question. Lack of foundation.</p> <p>7           <b>A. I would speculate that they do. Excuse</b></p> <p>8           <b>me.</b></p> <p>9           Q. (BY MR. FONTECILLA) Have you ever seen</p> <p>10           any reports authored by the Food Marketing</p> <p>11           Institute before?</p> <p>12           <b>A. Not to my immediate knowledge.</b></p> <p>13           Q. In the summary section in italics at</p> <p>14           the top of this document, about halfway in, there's</p> <p>15           a sentence that starts with, "This paper." Says,</p> <p>16           This paper outlines a collaborative process that</p> <p>17           producers and retailers in the United States are</p> <p>18           using to enhance the care and welfare of animals in</p> <p>19           commercial food production.</p> <p>20           Do you see that?</p> <p>21           <b>A. Yes.</b></p> <p>22           Q. Was Safeway aware that -- was Safeway</p> <p>23           involved in the collaborative process in 2000 to</p> <p>24           2001 between producers and retailers to enhance the</p> <p>25           care and welfare of animals in commercial food</p>

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<p>142</p> <p>1 production?</p> <p>2 MR. MURRAY: Objection to the form of</p> <p>3 the question.</p> <p>4 <b>A. I'm not sure.</b></p> <p>5 Q. (BY MR. FONTECILLA) In the</p> <p>6 introduction it says, In 2000 animal rights</p> <p>7 organizations began to demand that individual</p> <p>8 restaurant chain companies force their suppliers to</p> <p>9 follow specific animal welfare guidelines developed</p> <p>10 by activist organizations.</p> <p>11 Do you see that?</p> <p>12 <b>A. Yes.</b></p> <p>13 Q. Did you know that -- do you agree with</p> <p>14 that statement factually?</p> <p>15 MR. MURRAY: Objet to the form of the</p> <p>16 question.</p> <p>17 <b>A. Yeah. Could you restate that, revise</b></p> <p>18 <b>the question?</b></p> <p>19 Q. (BY MR. FONTECILLA) Do you have any</p> <p>20 reason to believe that the first sentence under</p> <p>21 introduction is inaccurate?</p> <p>22 <b>A. Do I have any reason to believe it's</b></p> <p>23 <b>inaccurate?</b></p> <p>24 Q. Yeah.</p> <p>25 <b>A. Yes.</b></p>	<p>144</p> <p>1 the entire supermarket industry could embrace.</p> <p>2 Do you see that?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. In footnote 3 it states that Safeway</p> <p>5 was one of those supermarket company members that</p> <p>6 asked FMI to develop industrywide animal welfare</p> <p>7 practices; right?</p> <p>8 <b>A. Yes, it states that.</b></p> <p>9 Q. Do you have any reason to believe that</p> <p>10 that's inaccurate?</p> <p>11 <b>A. No.</b></p> <p>12 Q. The second sentence states, The reason</p> <p>13 that an industry approach would be more efficient,</p> <p>14 allow the pooling of resources and provide</p> <p>15 incentive for the supplier community to work with</p> <p>16 their supermarket customers to develop an animal</p> <p>17 welfare program.</p> <p>18 Do you see that?</p> <p>19 <b>A. Yes.</b></p> <p>20 Q. Do you agree with that reasoning for an</p> <p>21 industry approach?</p> <p>22 MR. MURRAY: Objet to the form of the</p> <p>23 question.</p> <p>24 <b>A. I could answer if it was specific to</b></p> <p>25 <b>Safeway. I can't answer not specific to Safeway.</b></p>
<p>143</p> <p>1 Q. And why is that?</p> <p>2 <b>A. I don't believe that animal rights</b></p> <p>3 <b>organizations could force restaurant chains to</b></p> <p>4 <b>force their suppliers to follow specific animal</b></p> <p>5 <b>rights guidelines.</b></p> <p>6 Q. And is that because the restaurant</p> <p>7 chain companies make -- can make their own</p> <p>8 decisions about what animal welfare standards</p> <p>9 they'll apply to their producers?</p> <p>10 <b>A. As far as I'm aware, yes.</b></p> <p>11 Q. And is it also the case that these</p> <p>12 animal rights organizations do not make the</p> <p>13 decisions for Safeway in terms of what animal</p> <p>14 welfare practices it adopts with regards to its</p> <p>15 suppliers?</p> <p>16 <b>A. As far as I'm aware, yes.</b></p> <p>17 Q. But the animal rights organizations do</p> <p>18 undertake efforts to influence retailers animal</p> <p>19 welfare practices with regards to their suppliers?</p> <p>20 <b>A. I would agree.</b></p> <p>21 Q. And then on the second page what's been</p> <p>22 marked Exhibit 8, the first full paragraph it</p> <p>23 states, Late in 2000, five of FMI's supermarket</p> <p>24 company members asked FMI to develop a voluntary</p> <p>25 policy and program to address animal welfare that</p>	<p>145</p> <p>1 Q. (BY MR. FONTECILLA) Did Safeway at</p> <p>2 this time in 2000 reason that an industrywide</p> <p>3 approach to animal welfare would be more efficient?</p> <p>4 MR. MURRAY: Objet to the form of the</p> <p>5 question.</p> <p>6 <b>A. I have to provide the same answer.</b></p> <p>7 <b>It's not specific to Safeway.</b></p> <p>8 Q. (BY MR. FONTECILLA) It says "they";</p> <p>9 right?</p> <p>10 <b>A. Yes.</b></p> <p>11 Q. And the "they" refers to five of FMI's</p> <p>12 supermarket members listed in the first sentence;</p> <p>13 right?</p> <p>14 <b>A. Correct.</b></p> <p>15 Q. And one of those is Safeway; right?</p> <p>16 <b>A. Correct.</b></p> <p>17 Q. Was Safeway's reasoning in 2000 that an</p> <p>18 industrywide approach to animal welfare would be</p> <p>19 more efficient?</p> <p>20 MR. MURRAY: Objet to the form of the</p> <p>21 question.</p> <p>22 <b>A. I'm unsure.</b></p> <p>23 Q. (BY MR. FONTECILLA) And why is that?</p> <p>24 <b>A. That's not our current practice.</b></p> <p>25 Q. But it -- but we're talking about in</p>

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<p style="text-align: right;">146</p> <p>1 2000; right?</p> <p>2 <b>A. Correct.</b></p> <p>3 Q. So in 2000, Safeway reasoned that an</p> <p>4 industry approach would be more efficient; right?</p> <p>5 MR. MURRAY: Objection. Asked and</p> <p>6 answered.</p> <p>7 Q. (BY MR. FONTECILLA) For Safeway.</p> <p>8 MR. MURRAY: Objection. Asked and</p> <p>9 answered. You can answer if you know.</p> <p>10 <b>A. I don't know. Could we take a break?</b></p> <p>11 MR. FONTECILLA: Yes.</p> <p>12 THE VIDEOGRAPHER: Off the record, end</p> <p>13 of tape four, at 2:27.</p> <p>14 (A recess was taken from 2:27 p.m. to</p> <p>15 2:34 p.m.)</p> <p>16 THE VIDEOGRAPHER: We're on the record,</p> <p>17 start tape five, March 19, 2014, Virginia</p> <p>18 Littlefield, at 2:34.</p> <p>19 (Exhibit 9 was marked.)</p> <p>20 Q. (BY MR. FONTECILLA) Ms. Littlefield,</p> <p>21 I've handed you what's been marked as Exhibit 9.</p> <p>22 This is a confidential document Bates-stamped</p> <p>23 FMI-001099. Have you seen this document before?</p> <p>24 <b>A. It's not familiar, no.</b></p> <p>25 Q. This is another FMI letter to various</p>	<p>148</p> <p>1 question.</p> <p>2 <b>A. Yes. They were members of our animal</b></p> <p>3 <b>advisory committee.</b></p> <p>4 Q. (BY MR. FONTECILLA) But all --</p> <p>5 <b>A. No, not all three.</b></p> <p>6 MR. MURRAY: Before this document, the</p> <p>7 date of this document? Or any time before today?</p> <p>8 Objection. Vague.</p> <p>9 Q. (BY MR. FONTECILLA) When -- and --</p> <p>10 when did Safeway work with Dr. Joy Mench?</p> <p>11 <b>A. I believe our relationship began in</b></p> <p>12 <b>2006.</b></p> <p>13 Q. And she was a member of the Safeway</p> <p>14 animal welfare council?</p> <p>15 <b>A. Yes.</b></p> <p>16 Q. And when did Safeway start working with</p> <p>17 Dr. Janice Swanson?</p> <p>18 <b>A. Formally, the same time frame, at our</b></p> <p>19 <b>2006 animal welfare committee meeting.</b></p> <p>20 Q. And do you know who Dr. David Frasier</p> <p>21 is?</p> <p>22 <b>A. I do not.</b></p> <p>23 Q. And was Safeway aware -- Safeway</p> <p>24 received this letter in 2001 informing it that FMI</p> <p>25 would be working with these experts; right?</p>
<p style="text-align: right;">147</p> <p>1 retailers dated August 13, 2001; right?</p> <p>2 <b>A. Yes.</b></p> <p>3 Q. And listed among the recipients are</p> <p>4 various Safeway representatives; right?</p> <p>5 <b>A. Yes.</b></p> <p>6 Q. Including Brian Dowling; right?</p> <p>7 <b>A. Yes.</b></p> <p>8 Q. And the subject line of this letter is</p> <p>9 Progress Update; right?</p> <p>10 <b>A. Yes.</b></p> <p>11 Q. And in the second-to-last paragraph of</p> <p>12 the letter, it states, The other recommendation was</p> <p>13 to expand our advisory group. We are including</p> <p>14 three additional experts that have been working</p> <p>15 with the fast-food chains: Dr. Joy Mench,</p> <p>16 University of California, Davis; Dr. Janice</p> <p>17 Swanson, Kansas State University; and Dr. David</p> <p>18 Frasier, University of British Columbia. They are</p> <p>19 well-known and well-respected by our current group</p> <p>20 of experts.</p> <p>21 Do you see that?</p> <p>22 <b>A. Yes.</b></p> <p>23 Q. Had Safeway worked with those experts</p> <p>24 before?</p> <p>25 MR. MURRAY: Object to the form of the</p>	<p>149</p> <p>1 MR. MURRAY: Object to the form of the</p> <p>2 question. Lack of foundation. Answer if you know.</p> <p>3 <b>A. I can see that it was faxed to Brian</b></p> <p>4 <b>Dowling and other Safeway employees.</b></p> <p>5 Q. (BY MR. FONTECILLA) And on the -- in</p> <p>6 the first paragraph it states, in the second</p> <p>7 sentence, Attached are the flip chart notes from</p> <p>8 our meeting. I have also included a copy of the</p> <p>9 summary of our conference call with our third-party</p> <p>10 experts. You have seen these before.</p> <p>11 And then after that, the last sentence</p> <p>12 says, I recently received a letter from Sean</p> <p>13 Gifford at PETA and that is also attached.</p> <p>14 Do you see that?</p> <p>15 <b>A. I'm sorry, I'm not following you.</b></p> <p>16 <b>Could you --</b></p> <p>17 Q. The first paragraph of the letter.</p> <p>18 <b>A. Yes.</b></p> <p>19 Q. The last sentence?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. Says that a letter from PETA is</p> <p>22 attached; right?</p> <p>23 <b>A. Yes.</b></p> <p>24 Q. Okay. So if you could flip to the page</p> <p>25 Bates-stamped 1106, do you see that this page</p>

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<p style="text-align: right;">150</p> <p>1 begins a letter from PETA to Karen Brown at the 2 Food Marketing Institute?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. And the letter is dated August 2nd 5 2001?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. And if you go down to the fourth 8 paragraph that starts, "As you know."</p> <p>9 <b>A. Yes.</b></p> <p>10 Q. And you -- if go down to the fifth line 11 which starts, "Encompassing," there's a new 12 sentence that starts, "You mentioned." Do you see 13 that?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. You mentioned that the FMI will release 16 its own guidelines by this fall. For the FMI to 17 offer its members meaningful advice on animal 18 welfare, it must leave the current industry 19 standards behind and meet or exceed McDonald's and 20 Burger King's new standards, which include the 21 following. And then it goes on to list various 22 numerical bullet points.</p> <p>23 Do you see that?</p> <p>24 <b>A. Yes.</b></p> <p>25 Q. Was Safeway aware that PETA was</p>	<p style="text-align: right;">152</p> <p>1 <b>A. Uh-huh.</b></p> <p>2 MR. MURRAY: You've got to say yes or 3 no.</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. (BY MR. FONTECILLA) Was Safeway aware 6 in or about 2001 that caged -- caged hens were 7 condemned as cruel by the entire European union?</p> <p>8 MR. MURRAY: Object to the form of the 9 question.</p> <p>10 <b>A. It says that in this PETA reference letter.</b></p> <p>11 Q. (BY MR. FONTECILLA) But did Safeway 12 internally know that Europe had established 13 policies related to battery cages?</p> <p>14 <b>A. Can you restate that, because I'm not -- I am not relating your question to the words there on this paper.</b></p> <p>15 Q. Sure. Let's leave the document aside. 16 In 2001, did Safeway review what Europe was doing 17 with regards to egg production?</p> <p>18 <b>A. I'm not sure.</b></p> <p>19 Q. Are you aware of Safeway reviewing what 20 Europe was doing with regards to egg production 21 animal welfare standards at any time between 1999 22 and 2008?</p>
<p style="text-align: right;">151</p> <p>1 pressuring the Food Marketing Institute to adopt 2 new industry standards regarding animal welfare in 3 or about August of 2001?</p> <p>4 MR. MURRAY: Object to the form of the 5 question. Lack of foundation.</p> <p>6 <b>A. I mean, I can see that it was shared with them. This document was shared with them. I mean, whether it was received or not, I can't say that.</b></p> <p>7 Q. (BY MR. FONTECILLA) And then under No. 8 -- on the second page of the PETA letter page 9 Bates-stamped 1107, there's a numerical point 10 No. 2. Do you see that?</p> <p>11 <b>A. Yes.</b></p> <p>12 Q. And the fourth -- I'm sorry, the whole 13 thing says, Cease buying eggs from suppliers that 14 give hens less than 75 square inches per space per 15 bird, with the ultimate goal of phasing out battery 16 cages altogether. Currently suppliers cram hens 17 into wire mesh battery cages with about as much 18 space per bird as one half of a sheet of standard 19 paper. This abuse, which has been condemned as 20 cruel by the entire European union, is the modus 21 operandi for America's egg suppliers.</p> <p>22 Do you see that?</p> <p>23 <b>A. Yes.</b></p> <p>24 Q. And the fourth -- I'm sorry, the whole 25 thing says, Cease buying eggs from suppliers that give hens less than 75 square inches per space per bird, with the ultimate goal of phasing out battery cages altogether. Currently suppliers cram hens into wire mesh battery cages with about as much space per bird as one half of a sheet of standard paper. This abuse, which has been condemned as cruel by the entire European union, is the modus operandi for America's egg suppliers.</p> <p>Do you see that?</p>	<p style="text-align: right;">153</p> <p>1 <b>A. Can I ask what -- well, I guess I'm confused, because we're not looking at these words anymore. We're just asking -- okay. Thank you for the clarification.</b></p> <p>2 Q. Do you want me to rephrase the 3 question?</p> <p>4 <b>A. Yes, please.</b></p> <p>5 Q. In -- in 2001, let me rephrase. 6 Are you -- was Safeway aware between 7 1999 and 2008 what Europe's practices were with 8 regards to animal welfare standards for egg 9 producers?</p> <p>10 <b>A. I would be speculating, but I assume yes.</b></p> <p>11 Q. Safeway considers what other 12 international regulators and industries are doing 13 with regards to animal welfare standards when it 14 considers animal welfare standards for its 15 suppliers; right?</p> <p>16 <b>A. I'm not sure that European standards are necessarily considered.</b></p> <p>17 Q. But Safeway is aware of them?</p> <p>18 <b>A. Yes.</b></p> <p>19 <b>(Exhibit 10 was marked.)</b></p> <p>20 Q. (BY MR. FONTECILLA) Ms. Littlefield,</p>

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40 (Pages 154 to 157)

<p style="text-align: right;">154</p> <p>1 I've handed you Exhibit 10, which is a highly 2 confidential document Bates-stamped PETA 31. 3       <b>A. Yes.</b> 4       Q. This is a PETA letter to Mr. Steven 5 Burd at Safeway dated October 17, 2001; right? 6       <b>A. Correct.</b> 7       Q. What is Mr. Bird's position today at 8 Safeway? 9       <b>A. He's retired from Safeway at this 10 point.</b> 11      Q. At the time in 2001, he was the CEO of 12 Safeway; correct? 13       <b>A. Correct.</b> 14      Q. Have you ever seen this document 15 before? 16       <b>A. It's not immediately familiar.</b> 17      Q. It says, Dear Mr. Burd, one year has 18 passed since PETA first contacted Safeway about 19 improving the lives of animals raised and killed 20 for its stores. 21      Do you see that? 22       <b>A. Yes.</b> 23      Q. Did PETA first contact Safeway as early 24 as 2000 regarding Safeway's animal welfare 25 practices?</p>	<p style="text-align: right;">156</p> <p>1       Q. (BY MR. FONTECILLA) What -- let me 2 rephrase. What is Safeway's understanding of the 3 reason why PETA launched that campaign against 4 Safeway? 5       <b>A. PETA was hoping to get Safeway to 6 respond to issues and concerns of their group.</b> 7       Q. And what were those issues and concerns 8 specifically with regard to animal welfare 9 standards in -- as applied to egg suppliers? 10      MR. MURRAY: Objection to the form of 11 the question. Lack of foundation. 12       <b>A. I don't recall any specifics to eggs.</b> 13      Q. (BY MR. FONTECILLA) So the campaign 14 that is being threatened here in the fourth 15 paragraph of Exhibit 9 was ultimately actually 16 launched by PETA against Safeway; right? 17       <b>A. I'm familiar with a Web-based 18 demonstration, I guess.</b> 19      Q. In the second -- or third page of this 20 exhibit, there's a page titled, Addendum 1 at the 21 top? 22       <b>A. Yes.</b> 23      Q. An addendum to the PETA letter. Do you 24 see that? 25       <b>A. Uh-huh. Yes.</b></p>
<p style="text-align: right;">155</p> <p>1       <b>A. Again, that contact would have been 2 directed to our public affairs department.</b> 3       Q. If you go down to the fourth full 4 paragraph that starts with "the time"; do you see 5 that? 6       <b>A. Yes.</b> 7       Q. Says, The time for empty promises and 8 public relations rhetoric is over. PETA is 9 preparing for a sustained and focused campaign 10 against Safeway. 11      Do you see that? 12       <b>A. Yes.</b> 13      Q. Says, Which will include posters, 14 leaflets, advertisements, a hard-hitting Web site 15 and hundreds of demonstrations in both the U.S. and 16 in Canada? 17       <b>A. Yes.</b> 18      Q. Are you aware of a campaign by PETA in 19 or around 2001 regarding Safeway's animal welfare 20 practices? 21       <b>A. Yes.</b> 22      Q. And why did Safeway -- or I'm sorry, 23 why did PETA launch that campaign against Safeway? 24      MR. MURRAY: Objection to the form of 25 the question.</p>	<p style="text-align: right;">157</p> <p>1       Q. The -- it says, The following represent 2 nine of the most extreme areas of animal suffering 3 experienced by animals raised for Safeway. 4      Do you see that? 5       <b>A. Yes.</b> 6       Q. And it says we, PETA, are asking 7 Safeway to do the following. And then it lists -- 8 it lists for a few pages certain items; right? 9       <b>A. Yes.</b> 10      Q. The second item is to cease buying eggs 11 from suppliers that give hens less than 75 square 12 inches of space per bird, with the ultimate goal of 13 phasing out battery cages altogether. 14      Do you see that? 15       <b>A. Yes.</b> 16      Q. And then No. 5 says, Stop buying eggs 17 from suppliers that starve and dehydrate hens in 18 order to increase egg production, a process known 19 as forced molting. 20      Do you see that? 21       <b>A. Yes.</b> 22      Q. So PETA was asking Safeway to change 23 some of its animal welfare standards regarding egg 24 production in or about August of 2001 when it sent 25 this letter to Mr. Burd; right?</p>

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<p>158</p> <p>1           MR. MURRAY: Object to the form of the 2           question.</p> <p>3           <b>A. I don't know what they are asking.</b></p> <p>4           <b>That's PETA's document.</b></p> <p>5           Q. (BY MR. FONTECILLA) Are you aware of 6           any requests made by PETA in or about August 2001 7           from Safeway as to its animal welfare practices 8           regarding egg suppliers?</p> <p>9           <b>A. Again, that contact would go through 10           our public affairs department.</b></p> <p>11           Q. So you're not aware of any requests 12           made by PETA in or about August of 2001 from 13           Safeway?</p> <p>14           <b>A. I could only deduce from this letter.</b></p> <p>15           Q. Leaving -- aside from deducing from 16           that letter, are you aware of any requests made by 17           PETA in or about August of 2001 regarding the 18           welfare practices regarding egg production and 19           requests made by PETA to Safeway?</p> <p>20           <b>A. Not immediately aware.</b></p> <p>21           <b>(Exhibit 11 was marked.)</b></p> <p>22           Q. (BY MR. FONTECILLA) Ms. Littlefield, 23           I've handed you what's been marked as Exhibit 11. 24           This is a highly confidential document 25           Bates-stamped SFWEGED00030434. Do you recognize</p>	<p>160</p> <p>1           Q. And it says --</p> <p>2           <b>A. Yes. Sorry.</b></p> <p>3           Q. It says on the -- in the first 4           paragraph, We'll be holding four focus group 5           sessions. And then it says, Please let me know 6           ASAP if you would like to have someone from your 7           company observe.</p> <p>8           Do you see that?</p> <p>9           <b>A. Yes.</b></p> <p>10           Q. Are you aware of anyone from Safeway 11           observing a focus group session organized by FMI?</p> <p>12           <b>A. I am not aware.</b></p> <p>13           Q. If you could flip to the page that's 14           Bates-stamped 1162, and it's the first -- it's the 15           second chart once the pages turn kind of sideways.</p> <p>16           <b>A. Yes.</b></p> <p>17           Q. And this is a page titled, Poultry 18           Welfare Practices Comparisons; do you see that?</p> <p>19           <b>A. Yes.</b></p> <p>20           Q. Have you ever seen this document 21           before?</p> <p>22           <b>A. Possibly.</b></p> <p>23           Q. Why do you say that?</p> <p>24           <b>A. It seems somewhat familiar to compare 25           different practices. However, I'm not sure that</b></p>
<p>159</p> <p>1           this document?</p> <p>2           <b>A. I'm beginning to. It's not -- it's 3           definitely not in my immediate knowledge.</b></p> <p>4           Q. This is an e-mail drafted by you; 5           right?</p> <p>6           <b>A. Correct.</b></p> <p>7           Q. Dated April 7, 2008; right?</p> <p>8           <b>A. Yes.</b></p> <p>9           Q. Sent to Cathy East; right?</p> <p>10           <b>A. Yes.</b></p> <p>11           <b>(Exhibit 12 was marked.)</b></p> <p>12           Q. (BY MR. FONTECILLA) Handing you what's 13           been marked as Exhibit 12. Exhibit 12 is a 14           confidential document bearing Bates stamp 15           FMI-001153. Do you recognize this document, 16           Ms. Littlefield?</p> <p>17           <b>A. No.</b></p> <p>18           Q. This is a letter from FMI to, among 19           others, Debra Lambert of Safeway; right?</p> <p>20           <b>A. Correct.</b></p> <p>21           Q. It's dated January 2, 2001; right?</p> <p>22           <b>A. Yes.</b></p> <p>23           Q. And its subject is, update on animal 24           welfare; right?</p> <p>25           <b>A. Uh-huh.</b></p>	<p>161</p> <p>1           <b>what I'm recalling is this actual document.</b></p> <p>2           Q. Does Safeway compare practices 3           regarding animal welfare?</p> <p>4           <b>A. I think we may have in the past.</b></p> <p>5           Q. Has it ever compared the practices with 6           regards to animal welfare standards of egg 7           suppliers?</p> <p>8           <b>A. It's not in my immediate memory. 9           Potentially.</b></p> <p>10           Q. Do you know if Safeway performed a 11           comparison of poultry welfare practices in or about 12           2001?</p> <p>13           <b>A. No.</b></p> <p>14           Q. In looking at this document, there are, 15           along the top of the chart, various welfare 16           practices or programs listed; right?</p> <p>17           <b>A. Correct.</b></p> <p>18           Q. The first one is federal regulations. 19           Do you see that?</p> <p>20           <b>A. Yes.</b></p> <p>21           Q. What do you understand that to mean?</p> <p>22           <b>A. There are no federal regulations.</b></p> <p>23           Q. There are no federal regulations 24           regarding poultry welfare practices?</p> <p>25           <b>A. Oh, excuse me.</b></p>

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<p>162</p> <p>1 Q. I'm just asking separate and apart from 2 the document.</p> <p>3 <b>A. There are federal regulations for</b> 4 <b>poultry.</b></p> <p>5 Q. And the second one is McDonald's?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. Do you understand that to mean the 8 poultry welfare practices of McDonald's, the 9 fast-food chain?</p> <p>10 <b>A. Yes.</b></p> <p>11 Q. And then the third column says United 12 Egg Producers. Do you see that?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. Do you understand that to mean the 15 poultry welfare practices at this time of the 16 United Egg Producers?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. Animal rights groups, do you understand 19 that to mean the poultry welfare practices that 20 animal rights groups like PETA were asking in or 21 around this time of 2001?</p> <p>22 MR. MURRAY: Objection to the form of the 23 question.</p> <p>24 <b>A. Could you repeat the question?</b></p> <p>25 Q. (BY MR. FONTECILLA) Sure. Were animal</p>	<p>164</p> <p>1 Q. Which ones?</p> <p>2 <b>A. From the documents you've provided, I</b> 3 <b>can see that PETA was one group that reached out to</b> 4 <b>Safeway.</b></p> <p>5 Q. And looking at the document now, do you 6 understand the column where it says animal rights 7 groups to represent the poultry welfare practices 8 that PETA or other animal rights groups may have 9 requested of retailers like Safeway?</p> <p>10 MR. MURRAY: Objection. It's compound; 11 it's vague.</p> <p>12 <b>A. I can see that from the documents</b> 13 <b>before and this document is written that way.</b></p> <p>14 Q. (BY MR. FONTECILLA) We're just talking 15 about what the document -- what -- how you 16 understand the document so that we can be on the 17 same page talking about --</p> <p>18 <b>A. I see that the animal rights groups,</b> 19 <b>poultry welfare practices are listed here.</b></p> <p>20 Q. Right. And that's the -- well, the 21 fifth column, right, of the table?</p> <p>22 <b>A. Correct.</b></p> <p>23 Q. And then the sixth column says, 24 National Chicken Council. Do you see that?</p> <p>25 <b>A. Yes.</b></p>
<p>163</p> <p>1 rights groups asking Safeway to adopt certain 2 poultry welfare practices in or about 2001?</p> <p>3 MR. MURRAY: Objection to the form of 4 the question. What do you mean by animal rights 5 groups?</p> <p>6 Q. (BY MR. FONTECILLA) What do -- what do 7 you understand the phrase -- separate from the 8 document, Ms. Littlefield, what do you understand 9 the phrase "animal rights groups" to mean?</p> <p>10 <b>A. I would interpret that as animal</b> 11 <b>activist groups.</b></p> <p>12 Q. And that includes PETA?</p> <p>13 <b>A. Correct.</b></p> <p>14 Q. And in or about 2001, were those animal 15 activist groups asking Safeway to change or adopt 16 new poultry welfare practices?</p> <p>17 MR. MURRAY: Objection to the form of 18 the question.</p> <p>19 <b>A. Let's try one more time. Could you</b> 20 <b>rephrase the question?</b></p> <p>21 Q. (BY MR. FONTECILLA) Sure. In 2001, 22 are you aware of any animal rights or animal 23 activist groups that reached out to Safeway 24 regarding poultry welfare practices?</p> <p>25 <b>A. Yes.</b></p>	<p>165</p> <p>1 Q. What is the National Chicken Council?</p> <p>2 <b>A. They are a representative, as far as I</b> 3 <b>understand, for meat birds.</b></p> <p>4 Q. So the National Chicken 5 Council doesn't -- do you know if the National 6 Chicken Council issues poultry welfare practices 7 for egg-laying hens?</p> <p>8 <b>A. You know, I'm not sure. I'm familiar</b> 9 <b>with their meat bird.</b></p> <p>10 Q. And based on your familiarity with 11 their meat bird welfare practices, do you 12 understand this column here to represent the 13 poultry welfare practices of the National Chicken 14 Council in or about 2001?</p> <p>15 MR. MURRAY: Objection. Lack of 16 foundation.</p> <p>17 <b>A. I mean, yes, I'm familiar with the</b> 18 <b>National Chicken Council. These would be</b> 19 <b>considered industry practices.</b></p> <p>20 Q. (BY MR. FONTECILLA) And in the column 21 after that, there is a heading AVMA?</p> <p>22 <b>A. Yes.</b></p> <p>23 Q. What's AVMA?</p> <p>24 <b>A. American Veterinary Medical</b> 25 <b>Association.</b></p>

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<p style="text-align: right;">166</p> <p>1 Q. And do they have poultry welfare 2 practices?</p> <p>3 <b>A. I'm not familiar. I see they are 4 listed here on the document. I'm assuming they 5 would. Actually, isn't there poultry 6 veterinarians -- forgotten the -- I'm not sure 7 about AVMA. I believe there's PPVMA 8 recommendations.</b></p> <p>9 Q. That does PPVMA stand for?</p> <p>10 <b>A. Maybe I'm not stating the letters 11 correct, but it's Poultry Veterinary Medical 12 Association.</b></p> <p>13 Q. And the last column says National 14 Turkey Federation. Do you see that?</p> <p>15 <b>A. Yes.</b></p> <p>16 Q. Do they have -- what is the National 17 Turkey Federation?</p> <p>18 <b>A. They are also an industry trade 19 association for turkeys.</b></p> <p>20 Q. And they also have poultry welfare 21 practices?</p> <p>22 <b>A. Correct, for turkeys.</b></p> <p>23 Q. Along the left side of this table, 24 there are different activities listed. Do you see 25 that?</p>	<p style="text-align: right;">168</p> <p>1 would be an animal welfare -- acceptable animal 2 welfare standard for the chicken production. And 3 Safeway would recommend the National Turkey 4 Federation. And then again, the UEP recommendation 5 practices are here.</p> <p>6 Q. (BY MR. FONTECILLA) Earlier you 7 testified that Safeway requires its egg suppliers 8 to comply with the UEP guidelines; right?</p> <p>9 <b>A. Right.</b></p> <p>10 Q. Are there any other aspects of 11 Safeway's animal welfare practice or program as it 12 relates to egg suppliers other than compliance with 13 the UEP guidelines?</p> <p>14 <b>A. If the cage and cage-free application 15 applies, then, yes.</b></p> <p>16 Q. And strictly as to caged egg-laying 17 hens, are there any other aspects to Safeway's 18 animal welfare program other than requiring its 19 suppliers to comply with UEP guidelines?</p> <p>20 <b>A. Not at this time.</b></p> <p>21 Q. And has it ever been at any time 22 Safeway's program since 1999 to include some kind 23 of compliance other than with UEP guidelines?</p> <p>24 MR. MURRAY: Same premise as before? 25 Or -- object to the form of the question. It's</p>
<p style="text-align: right;">167</p> <p>1 <b>A. Yes.</b></p> <p>2 Q. The first one is housing. The second 3 one is disabled and injured, slaughter, efficacy, 4 de-beaking, human best practices, forced molting 5 and transport.</p> <p>6 Do you see that?</p> <p>7 <b>A. Yes.</b></p> <p>8 Q. Are these all of the activities that 9 are considered when Safeway considers poultry 10 welfare practices?</p> <p>11 <b>A. They are some. I can't answer if they 12 are all.</b></p> <p>13 Q. Can you think of any activities 14 regarding poultry welfare that are not represented 15 in this table?</p> <p>16 <b>A. Ammonia levels, ventilation, access to 17 feed and water, hours of light exposure or time of 18 light exposure.</b></p> <p>19 Q. Did Safeway ever consider the poultry 20 welfare practices of different entities such as the 21 ones listed in this table?</p> <p>22 MR. MURRAY: Object to the form of the 23 question. Overly broad.</p> <p>24 <b>A. I mean, in review of the poultry 25 practices, I mean, the National Chicken Council</b></p>	<p style="text-align: right;">169</p> <p>1 vague.</p> <p>2 <b>A. Could you restate the question?</b></p> <p>3 Q. (BY MR. FONTECILLA) Sure. Since 1999 4 to 2008, has Safeway's animal welfare program 5 always been exclusively as to caged egg-laying hens 6 based on compliance with the UEP guidelines?</p> <p>7 <b>A. Prior to 2006, I would -- Safeway would 8 fire -- or excuse me, follow industry accepted 9 standards. And then after establishing our animal 10 welfare committee in 2006, I would say yes.</b></p> <p>11 Q. So my question is: From 1999 to 2008, 12 Safeway's animal welfare program as to caged 13 egg-laying hens was compliance with UEP guidelines 14 and nothing more; right?</p> <p>15 MR. MURRAY: Object to the form of the 16 question. Asked and answered.</p> <p>17 <b>A. Again, if the UEP was the standard 18 guidelines for the industry, that would be 19 acceptable for Safeway.</b></p> <p>20 Q. (BY MR. FONTECILLA) And that was -- 21 I'm sorry, cut you off?</p> <p>22 <b>A. No.</b></p> <p>23 Q. And that was Safeway's animal welfare 24 as to caged egg-laying hens; right?</p> <p>25 <b>A. I mean, really and truly, prior to</b></p>

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<p style="text-align: center;">170</p> <p>1       <b>2006, Safeway's animal welfare standards weren't</b>  2       <b>really developed. I mean, we expect our vendors to</b>  3       <b>follow industry accepted common practices, not</b>  4       <b>necessarily would that apply to our animal welfare</b>  5       <b>standards, because we didn't necessarily have</b>  6       <b>those. I might use an example of the food safety,</b>  7       <b>we expect our vendors to follow food safety</b>  8       <b>industrywide practices.</b></p> <p>9       Q. Focusing specifically on the animal  10      welfare practices of Safeway's egg suppliers,  11      between 1999 and 2006, what was Safeway's policy  12      with regards to compliance by its egg suppliers?</p> <p>13      <b>A. I guess could you rephrase the</b>  14      <b>question?</b></p> <p>15      Q. Sure. Describe to me, what was  16      Safeway's policy for its egg suppliers regarding  17      animal welfare practices between '99 and 2006?</p> <p>18      MR. MURRAY: Objection. You might want  19      to rephrase that. Or do you mean the whole animal  20      welfare issue? Not specific to any -- overly  21      broad.</p> <p>22      Q. (BY MR. FONTECILLA) From 1999 to 2006,  23      focusing on that time period, Ms. Littlefield, and  24      specifically as to caged egg-laying hens, what was  25      Safeway's policy with regards to its egg suppliers?</p>	<p style="text-align: center;">172</p> <p>1       <b>development of our animal welfare committee.</b>  2       Q. And before 2006, then, Safeway didn't  3       use the UEP guidelines in connection with  4       determining which egg suppliers it could buy from?</p> <p>5       <b>A. Before 2006, I'm not sure that that was</b>  6       <b>a requirement.</b></p> <p>7       Q. Okay. When Safeway was determining its  8       animal welfare program with regards to egg-laying  9       hens, did it consider other animal welfare --  10      excuse me, consider other animal welfare programs  11      other than the UEP guidelines?</p> <p>12      <b>A. Not that I'm aware of.</b></p> <p>13      Q. Are you aware that some animal welfare  14      programs require the producer to be 100 percent  15      compliant with the program?</p> <p>16      MR. MURRAY: Objection to the form of  17      the question.</p> <p>18      Q. (BY MR. FONTECILLA) Do you understand  19      the question?</p> <p>20      <b>A. Could you restate it? I believe I'm --</b>  21      <b>I do, but I'm -- I want to be...</b></p> <p>22      Q. Are there certain animal welfare  23      programs that require the producer to have all of  24      its production compliant with the animal welfare  25      program?</p>
<p style="text-align: center;">171</p> <p>1       Would it let any egg supplier supply it with eggs?</p> <p>2       <b>A. I can't answer for certain.</b></p> <p>3       Q. Why not?</p> <p>4       <b>A. Decisions are made to supply Safeway</b>  5       <b>eggs based on other things. And I'll just use, for</b>  6       <b>example, cost --</b></p> <p>7       Q. And how --</p> <p>8       <b>A. -- formulation; and I don't necessarily</b>  9       <b>deal with that end of the business.</b></p> <p>10      Q. Sure. Focusing just on the animal  11      welfare requirements of caged egg-laying hens of  12      Safeway's egg suppliers from 1999 to 2006, would  13      Safeway purchase eggs during that time from a  14      supplier that did not comply with UEP guidelines?</p> <p>15      <b>A. I guess I can't answer the question,</b>  16      <b>because that -- I mean, in my interpretation,</b>  17      <b>that's a buying decision. I'm --</b></p> <p>18      Q. Were there -- let me ask you this:  19      Were there any egg suppliers that Safeway would not  20      buy from between 1999 and 2006 as a result of the  21      caged egg hen practices of that supplier?</p> <p>22      <b>A. Not that I'm aware of.</b></p> <p>23      Q. And when did Safeway first start using  24      the UEP guidelines?</p> <p>25      <b>A. I mean, I -- formally, in 2006 with the</b></p>	<p style="text-align: center;">173</p> <p>1       <b>A. I believe so. I couldn't list names of</b>  2       <b>that. I'm vaguely familiar with producers that</b>  3       <b>actually videotape their production practices, but</b>  4       <b>I couldn't comment any further than that.</b></p> <p>5       Q. You're involved in auditing animal  6       welfare programs?</p> <p>7       <b>A. Yes.</b></p> <p>8       Q. So in your experience auditing animal  9       welfare programs, have you ever come across a  10      program that will let a producer keep some of its  11      production noncompliant with a program while  12      supplying Safeway with eggs from a portion of its  13      production that is compliant with the program?</p> <p>14      <b>A. I believe that's possible.</b></p> <p>15      Q. But not possible, are you aware of any  16      supplier --</p> <p>17      MR. MURRAY: Were you done with your  18      answer? I think you interrupted. She --</p> <p>19      Q. (BY MR. FONTECILLA) I didn't mean to  20      interrupt.</p> <p>21      <b>A. That's fine. It's possible.</b></p> <p>22      Q. And I'm not asking whether it's  23      possible. Are you aware of any programs that allow  24      that?</p> <p>25      <b>A. Within Safeway?</b></p>

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<p style="text-align: right;">174</p> <p>1 Q. Of programs Safeway uses or programs 2 that Safeway doesn't use?</p> <p>3 <b>A. Yes, I believe those type of programs 4 exist.</b></p> <p>5 Q. Okay. Now, are you aware of programs 6 that don't allow that, that require 100 percent of 7 the producers' production to be compliant with the 8 program?</p> <p>9 <b>A. Yes.</b></p> <p>10 Q. And is the UEP program one of those?</p> <p>11 <b>A. No. I'm not sure.</b></p> <p>12 Q. Is it no or that you're not sure?</p> <p>13 <b>A. I'm not sure.</b></p> <p>14 Q. And are you familiar with the term the 15 100 percent rule?</p> <p>16 <b>A. Vaguely.</b></p> <p>17 Q. And what do you understand it to mean?</p> <p>18 <b>A. 100 percent have to be in compliance.</b></p> <p>19 Q. And is it your understanding that the 20 UEP guidelines had the 100 percent rule?</p> <p>21 <b>A. No, that's not my understanding.</b></p> <p>22 Q. What is your understanding of what the 23 UEP guidelines required in terms of compliance with 24 the program? Maybe I can ask it a different way if 25 you don't mind.</p>	<p>176</p> <p>1 question.</p> <p>2 <b>A. I'm only familiar with caged production 3 versus cage-free production. I don't foresee that 4 Safeway would allow eggs to be purchased without 5 meeting the UEP.</b></p> <p>6 Q. (BY MR. FONTECILLA) Right. Because 7 that would mean that some of the eggs that Safeway 8 was buying could have been potentially produced in 9 a situation that wasn't compliant with the 10 guidelines; right?</p> <p>11 MR. MURRAY: Objection. Calls for 12 speculation.</p> <p>13 <b>A. Right. I --</b></p> <p>14 Q. (BY MR. FONTECILLA) If Safe -- if 15 Safeway bought eggs from an egg supplier that was 16 non-UEP compliant, would that ever have happened?</p> <p>17 <b>A. Not to my knowledge.</b></p> <p>18 Q. That's because the eggs produced 19 wouldn't have been produced compliant with industry 20 best practices?</p> <p>21 <b>A. Unless it was under an organic standard 22 or something like that. I -- I ...</b></p> <p>23 Q. Has anyone approached the -- Safeway 24 and offered to supply Safeway with eggs that were 25 not -- that were produced not in compliance with</p>
<p style="text-align: right;">175</p> <p>1 <b>A. Yes, please.</b></p> <p>2 Q. You testified earlier that after 2006, 3 Safeway required its egg suppliers to be compliant 4 with the UEP guidelines; right?</p> <p>5 <b>A. I think recommended.</b></p> <p>6 Q. Would Safeway after 2006 purchase eggs 7 from an egg supplier who produced eggs from caged 8 egg-laying hens that didn't comply with the UEP 9 guidelines?</p> <p>10 <b>A. Not that I'm aware of.</b></p> <p>11 Q. You wouldn't allow that; right?</p> <p>12 <b>A. No.</b></p> <p>13 Q. So after 2006, would Safeway ever 14 purchase from an egg supplier who had some of its 15 production compliant with the UEP guidelines but 16 some of its egg production was not?</p> <p>17 <b>A. In the caged situation only?</b></p> <p>18 Q. That's correct.</p> <p>19 <b>A. Not that I'm aware of.</b></p> <p>20 Q. Did Safeway at any time between 1999 21 and 2008 consider adopting an animal welfare 22 program as to caged egg-laying hens that did allow 23 some parts of the egg supplier's production to be 24 noncompliant with UEP guidelines?</p> <p>25 MR. MURRAY: Object to the form of the</p>	<p>177</p> <p>1 the UEP guidelines?</p> <p>2 MR. MURRAY: Objection. Beyond the 3 scope of this witness's knowledge.</p> <p>4 <b>A. I have no idea.</b></p> <p>5 Q. (BY MR. FONTECILLA) Has the 6 committee -- the animal welfare council of Safeway, 7 ever been made aware of any request to supply 8 Safeway with eggs that were non-UEP compliant 9 specifically as to caged egg-laying hens?</p> <p>10 <b>A. Not that I'm aware of.</b></p> <p>11 Q. Are you familiar with the term 12 "backfilling"?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. What do you understand that term to 15 mean?</p> <p>16 <b>A. That's when you replace hens as they 17 die during a production cycle.</b></p> <p>18 Q. Is it fair to say that someone familiar 19 with animal welfare practices in the egg production 20 industry would be aware of the term "backfilling"?</p> <p>21 MR. MURRAY: Objection. Calls for 22 speculation.</p> <p>23 <b>A. Yeah. I can't answer that.</b></p> <p>24 Q. (BY MR. FONTECILLA) Would you ever -- 25 would the Safeway animal welfare council ever</p>

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<p style="text-align: center;">178</p> <p>1 solicit the services of an expert who didn't know 2 what backfilling was?</p> <p>3 MR. MURRAY: Objection. Calls for 4 speculation.</p> <p>5 <b>A. Yeah, I have no idea. I have no idea.</b></p> <p>6 Q. (BY MR. FONTECILLA) Testifying as 7 Safeway's corporate designee on internal animal 8 welfare issues, did -- when did Safeway first 9 become aware of backfilling?</p> <p>10 MR. MURRAY: Objection.</p> <p>11 MR. FONTECILLA: What's your objection, 12 Counsel?</p> <p>13 MR. MURRAY: When did the company as a 14 whole become aware of it --</p> <p>15 <b>A. I don't know.</b></p> <p>16 MR. MURRAY: -- answer that --</p> <p>17 <b>A. I don't know that anybody within 18 Safeway beside myself and maybe Heather Thorsley 19 could answer what backfilling means.</b></p> <p>20 Q. (BY MR. FONTECILLA) So you're the 21 person best suited to answer the question?</p> <p>22 MR. MURRAY: Objection. Again, calls 23 for speculation.</p> <p>24 <b>A. Yeah, I would have to say that very, 25 very few and I'm one aware -- I'm not aware of</b></p>	<p style="text-align: center;">180</p> <p>1 to UEP guidelines?</p> <p>2 <b>A. I think primarily that it's available, 3 it's available to all egg producers as an industry 4 program.</b></p> <p>5 Q. Did Safeway view it as -- did Safeway 6 view as a benefit of the UEP guidelines the fact 7 that it would require uniform level of treatment of 8 all caged egg-laying hens?</p> <p>9 MR. MURRAY: Objet to the form of the 10 question.</p> <p>11 <b>A. I would say yes.</b></p> <p>12 Q. (BY MR. FONTECILLA) And did Safeway 13 view a benefit of the UEP guidelines to be that the 14 UEP guidelines were effective?</p> <p>15 MR. MURRAY: Objet to the form of the 16 question.</p> <p>17 <b>A. Could you rephrase the question?</b></p> <p>18 Q. (BY MR. FONTECILLA) Sure. Did Safeway 19 view one of the benefits of the UEP guidelines to 20 be that they were effective in requiring the UEP 21 egg suppliers to be compliant with the guidelines?</p> <p>22 MR. MURRAY: Objet to the form of the 23 question.</p> <p>24 <b>A. It would be an assumption that they 25 were effective.</b></p>
<p style="text-align: center;">179</p> <p>1 <b>many, unless they were given the definition of 2 backfilling could answer.</b></p> <p>3 Q. (BY MR. FONTECILLA) And how do you -- 4 how are you familiar personally with the term 5 "backfilling"?</p> <p>6 <b>A. From my education and experience.</b></p> <p>7 Q. And would you expect the experts that 8 we saw in the list of FMI expert review panel 9 experts to be familiar with the term of 10 "backfilling"?</p> <p>11 MR. MURRAY: Objection. Calls for 12 speculation.</p> <p>13 <b>A. I can't speak for the members of the 14 committee.</b></p> <p>15 Q. (BY MR. FONTECILLA) Would you be 16 surprised if you learn that Dr. Grandin didn't know 17 what backfilling was?</p> <p>18 MR. MURRAY: Objection to the form of 19 the question.</p> <p>20 <b>A. Yeah, maybe rephrase the question.</b></p> <p>21 Q. (BY MR. FONTECILLA) Did Safeway 22 internally ever discuss the practice of 23 backfilling?</p> <p>24 <b>A. Not to my knowledge.</b></p> <p>25 Q. What did Safeway view as the benefits</p>	<p style="text-align: center;">181</p> <p>1 Q. (BY MR. FONTECILLA) In your personal 2 experience auditing animal welfare programs, have 3 you ever come across a set of animal welfare 4 practices that are ineffective?</p> <p>5 MR. MURRAY: Objection. Vague.</p> <p>6 Q. (BY MR. FONTECILLA) In your opinion?</p> <p>7 <b>A. Not in my immediate knowledge.</b></p> <p>8 Q. Did Safeway view one of the benefits of 9 the UEP guidelines to be that they were based on 10 scientific-based recommendations?</p> <p>11 <b>A. I'm sorry, could you repeat the 12 question?</b></p> <p>13 Q. Sure. Was one of the benefits of the 14 UEP guidelines in Safeway's view that the 15 guidelines were based on scientific 16 recommendations?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. And did Safeway view one of the 19 benefits of the UEP guidelines to be that they were 20 consistent with Safeway's scientific research?</p> <p>21 MR. MURRAY: Objection to the form of 22 the question.</p> <p>23 <b>A. Safeway doesn't conduct scientific 24 research within that area.</b></p> <p>25 Q. (BY MR. FONTECILLA) Did Safeway view</p>

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<p>182</p> <p>1 one of the benefits of the UEP guidelines to be 2 that it was consistent with the recommendations of 3 the Safeway animal welfare council?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. And did Safeway view one of the 6 benefits of the UEP guidelines to be that the 7 experts that are on UEP's scientific advisory 8 committee are some of the same experts that Safeway 9 consults?</p> <p>10 MR. MURRAY: Object to the form the 11 question.</p> <p>12 <b>A. Could you rephrase that, please?</b></p> <p>13 Q. (BY MR. FONTECILLA) Sure. Are you 14 aware that some of the members that Safeway 15 consults in connection with its animal welfare 16 council are some of the same members that were on 17 UEP's scientific advisory committee?</p> <p>18 MR. MURRAY: Objection as to time.</p> <p>19 <b>A. I know that our animal welfare 20 committee members represent our -- represent 21 definitely other entities on their scientific 22 committee members.</b></p> <p>23 Q. (BY MR. FONTECILLA) In fact, you 24 testified earlier that a couple of the animal 25 welfare -- former animal welfare council members</p>	<p>184</p> <p>1 <b>consideration, yes.</b></p> <p>2 Q. (BY MR. FONTECILLA) And did Safeway 3 view as one of the benefits of the UEP guidelines 4 the fact that UEP allowed FMI and its members to 5 provide input to the guidelines?</p> <p>6 MR. MURRAY: Object to the form of the 7 question.</p> <p>8 <b>A. Yeah, I would be speculating.</b></p> <p>9 Q. (BY MR. FONTECILLA) Okay. Turning 10 back to Exhibit 12, the chart that we were looking 11 at, that table.</p> <p>12 <b>A. Yes.</b></p> <p>13 Q. Did Safeway view any benefits to the 14 UEP guidelines relative to the other guidelines 15 that we discussed and that were listed on this 16 chart?</p> <p>17 MR. MURRAY: Object to the form of the 18 question. It's overly broad, virtually impossible 19 to answer.</p> <p>20 <b>A. I can't answer that.</b></p> <p>21 Q. (BY MR. FONTECILLA) Did Safeway ever 22 compare the UEP guidelines to any other poultry 23 welfare practice?</p> <p>24 <b>A. Could you rephrase the question, 25 because you referred to eggs and then you referred</b></p>
<p>183</p> <p>1 had left because they had overcommitted to too many 2 other engagements?</p> <p>3 <b>A. Correct.</b></p> <p>4 Q. Some of those engagements were 5 participation in UEP's scientific advisory 6 committee; right?</p> <p>7 MR. MURRAY: Objection.</p> <p>8 <b>A. I can't list what all they are involved 9 with, no.</b></p> <p>10 Q. (BY MR. FONTECILLA) Were any of the 11 former or active members of Safeway's Animal 12 Welfare Council also ever involved in setting or 13 revising the UEP guidelines?</p> <p>14 <b>A. Yes, I believe so.</b></p> <p>15 Q. Which ones?</p> <p>16 <b>A. I believe Joy Mench participated, and 17 I'm not positive about the others.</b></p> <p>18 Q. Did Safeway view as one of the benefits 19 of the UEP guidelines to be that at least one of 20 the experts involved in the preparation of UEP 21 guidelines to have also consulted Safeway's animal 22 welfare council?</p> <p>23 MR. MURRAY: Object to the form of the 24 question.</p> <p>25 <b>A. I believe that would be a</b></p>	<p>185</p> <p>1 <b>to poultry.</b></p> <p>2 Q. Did Safeway ever compare the UEP 3 guidelines to any other animal welfare guidelines 4 that would apply to egg suppliers?</p> <p>5 <b>A. Not to my knowledge.</b></p> <p>6 MR. FONTECILLA: We're out of tape, so 7 we can go off the record.</p> <p>8 THE VIDEOGRAPHER: Off the record, end 9 of tape five, at 3:31.</p> <p>10 (A recess was had from 3:31 p.m. to 11 3:37 p.m.)</p> <p>12 THE VIDEOGRAPHER: We're on the record, 13 start tape six, March 19, 2014, Virginia 14 Littlefield, at 3:40.</p> <p>15 (Exhibit 13 was marked.)</p> <p>16 Q. (BY MR. FONTECILLA) Ms. Littlefield, 17 I've handed you what's been marked as Deposition 18 Exhibit 13. This is a highly confidential document 19 Bates-stamped SFWEGED00041304. Do you recognize 20 this document, Ms. Littlefield?</p> <p>21 <b>A. As I read it, it's refreshing my 22 memory, but...</b></p> <p>23 Q. So this is an e-mail chain and -- that 24 you were involved in; right?</p> <p>25 <b>A. Yes, I see I'm on there.</b></p>

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<p style="text-align: right;">186</p> <p>1 Q. And then at the bottom of the first 2 page -- 3 <b>A. Oh, excuse me, I didn't realize it was</b> 4 <b>two-sided.</b> 5 Q. Once you've had a chance to review it, 6 Ms. Littlefield. Have you had a chance to review 7 it? 8 <b>A. Yes.</b> 9 Q. So this is an e-mail chain and it 10 starts on the second page at the bottom with an 11 e-mail from Chris Phelan -- 12 <b>A. Yes.</b> 13 Q. -- on Monday, March 31, 2008? 14 <b>A. Yes.</b> 15 Q. And, I'm sorry, this is actually -- I 16 read the Bates number wrong. This is a highly 17 confidential document Bates-stamped SFWEG0001807. 18 And do you know who Chris Phelan is? 19 <b>A. His name is familiar.</b> 20 Q. And he sends you an e-mail on March 31, 21 2008, about not carrying cage-free; correct? 22 <b>A. March.</b> 23 Q. The first e-mail, working backwards, 24 first in time. Do you see that? 25 <b>A. Yes.</b></p>	<p style="text-align: right;">188</p> <p>1 you -- 2 <b>A. In June.</b> 3 Q. -- respond to him in June of 2008. And 4 it says, Is there any way you could provide a list 5 of the cage-free egg vendors we use in all 6 divisions of Safeway? 7 Why were you asking Chris for a list of 8 cage-free egg vendors? 9 <b>A. We were -- and I -- timeline wise, I</b> 10 <b>probably won't be able to answer. But at one</b> 11 <b>point, we were working to see -- to provide a</b> 12 <b>third-party validation audit for cage-free eggs, we</b> 13 <b>were working with Validus, which is a third-party</b> 14 <b>company and they were going to help us develop an</b> 15 <b>audit how we could verify that, yes indeed, these</b> 16 <b>eggs came from cage-free hens and these cage --</b> 17 <b>these eggs did not.</b> 18 <b>And so we were trying to develop -- if</b> 19 <b>my memory is serving me correctly, were trying to</b> 20 <b>develop or at least view on how that auditing</b> 21 <b>program could work. And so I was -- I had asked</b> 22 <b>him for all the cage-free vendors so we could</b> 23 <b>statistically develop an auditing plan for that</b> 24 <b>program.</b> 25 Q. And then in the -- on the first page of</p>
<p style="text-align: right;">187</p> <p>1 Q. Do you recall having this exchange? 2 <b>A. Yes.</b> 3 Q. What was this e-mail chain about? Why 4 was Chris Phelan reaching out to you? 5 <b>A. In the beginning of the e-mail</b> 6 <b>March 31st, I see that Sally Robinson is copied.</b> 7 <b>And Sally -- Sally is a person in our company that</b> 8 <b>deals with product codes, and she's familiar with</b> 9 <b>all of the codes of products that we carry. And</b> 10 <b>she was copied here.</b> 11 <b>I think the inquiry originally came</b> 12 <b>from potentially one of our animal welfare meetings</b> 13 <b>or phone calls or something like that. And we were</b> 14 <b>moving forward with the cage-free discussion for</b> 15 <b>our shell eggs. And so I believe maybe I was asked</b> 16 <b>to see if we carried liquid cage-free eggs. And</b> 17 <b>honestly, Chris asked me why.</b> 18 Q. So let's take it from the bottom of the 19 second page. So Chris responds to your inquiry and 20 he says, We do not carry a cage-free liquid egg? 21 <b>A. No.</b> 22 Q. Safeway does -- so Safeway does not 23 carry a cage-free liquid egg? 24 <b>A. Right.</b> 25 Q. And then in the next e-mail, you know,</p>	<p style="text-align: right;">189</p> <p>1 this Exhibit 13, at the bottom there's an e-mail 2 back from you on June 6, 2008; right? 3 <b>A. Uh-huh.</b> 4 Q. And you say that, Safeway has stated 5 that we would increase the amount of cage-free eggs 6 purchased from 3 percent to 6 percent over the next 7 two years; correct? 8 <b>A. Correct.</b> 9 Q. How did Safeway plan to do that? 10 <b>A. Honestly, I can't answer that.</b> 11 Q. Okay. 12 <b>A. If you can see here, it says, Once we</b> 13 <b>released this information, we were asked to</b> 14 <b>validate that statement to third-party audits. So</b> 15 <b>I'm not really -- I think -- I'm not really sure if</b> 16 <b>we had a plan.</b> 17 Q. And to the extent Safeway did have a 18 plan, did it involve encouraging its suppliers to 19 increase its cage-free egg production? 20 <b>A. Yes.</b> 21 Q. And as part of that, Safeway would 22 undertake audits to check on the suppliers and see 23 how far along they were coming; right? 24 <b>A. I think that audits that I was just</b> 25 <b>recently referring to were audits to verify that</b></p>

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<p style="text-align: right;">190</p> <p>1       <b>they were actually coming from cage-free hens or</b>  2       <b>caged hens.</b>  3       <b>(Exhibit 14 was marked.)</b>  4       Q. (BY MR. FONTECILLA) Okay. Handing you  5       what's been marked as Exhibit 14. This is a highly  6       confidential document Bates-stamped  7       SFWEGED00041304. This is an e-mail chain between  8       you, Brian Dowling, Cathy East and Jim Sheeran  9       around early February 2008; right?  10      <b>A. Correct.</b>  11      Q. Do you recall this e-mail exchange?  12      <b>A. Vaguely as I read through it I'm --</b>  13      Q. Earlier you testified that one of the  14       tactics that PETA would take is to participate in  15       the shareholder meetings by obtaining a shareholder  16       position in Safeway; correct?  17      <b>A. Yes.</b>  18      Q. And as you see in the bottom e-mail of  19       the first page of this Exhibit 14, in the e-mail  20       from Brian Dowling titled, Animal Welfare Policies,  21       he says, Jim and I talked on Friday about the fact  22       that both PETA and the Humane Society have verbally  23       pledged to withdraw their shareholder proposals on  24       the basis of the following Safeway policy  25       statements.</p>	<p style="text-align: right;">192</p> <p>1       withdraw their shareholder proposal included a part  2       about cage-free eggs; right?  3       <b>A. Correct.</b>  4       Q. And that part is found on page 2 of  5       Exhibit 14; right, at the bottom?  6       <b>A. Correct.</b>  7       Q. And it says, As part of its overall  8       commitment to animal welfare, Safeway has  9       undertaken an initiative to significantly increase  10       the quantity of cage-free eggs it makes available  11       to its customers.  12       Do you see that?  13      <b>A. Yes.</b>  14      Q. The policy statement -- was the policy  15       statement that Safeway issued an accurate  16       representation of Safeway's policy as to what it  17       intended to do with regards to cage-free eggs? Did  18       Safeway intend to do what it said in its policy?  19      <b>A. Of course.</b>  20      Q. It issued the policy because PETA had  21       applied some pressure for Safeway to adopt such  22       policy; right?  23      MR. MURRAY: Object to the form of the  24       question. Calls for speculation.  25      <b>A. Yeah, I can't answer that. I mean...</b></p>
<p style="text-align: right;">191</p> <p>1       Do you see that?  2      <b>A. Uh-huh. Yes.</b>  3      Q. At this time, in February 4, 2008, PETA  4       and the Humane Society had introduced shareholder  5       proposals regarding Safeway's animal welfare  6       policies; right?  7      <b>A. I'm sorry, could you restate that?</b>  8      Q. Yeah. In February 2008, PETA and the  9       Humane Society had introduced shareholder proposals  10       to try to change Safeway's animal welfare policies;  11       right?  12      <b>A. Yes.</b>  13      Q. And Brian is saying that they are going  14       to withdraw their proposals on the basis of a  15       policy statement that he has included further in  16       the e-mail; right? Let me ask the question a  17       different way.  18       If Brian -- if Safeway issued the  19       policy statement, PETA was agreeing to withdraw  20       their shareholder proposal; right?  21      <b>A. Yes, I believe.</b>  22      Q. So was the Humane Society; right?  23      <b>A. Right. Yes, I believe so.</b>  24      Q. And the policy statement that Safeway  25       would have to issue in order to get them to</p>	<p style="text-align: right;">193</p> <p>1       Q. (BY MR. FONTECILLA) Well, you were  2       involved in these discussions; right?  3      <b>A. Yes.</b>  4      Q. And in the e-mail that was sent to you,  5       Brian says that PETA is going to withdraw their  6       proposal if Safeway issues the policy; right?  7      <b>A. Correct. My involvement sometimes is</b>  8       <b>as a reference and not necessarily a decision</b>  9       <b>maker. And so yes, I was -- involved in the</b>  10       <b>discussion but potentially not in the decision for</b>  11       <b>certain verbiage in the statement, if that's ...</b>  12       Q. But the policy was ultimately issued by  13       Safeway; right?  14      <b>A. Correct.</b>  15      Q. Are you aware of any other instances  16       when Safeway issued a policy as a result of a  17       shareholder proposal introduced by PETA or the  18       Humane Society?  19      MR. MURRAY: Object to the form of the  20       question.  21      <b>A. Of these three issues as stated in</b>  22       <b>this.</b>  23      Q. (BY MR. FONTECILLA) Are you aware of  24       any other instances where Safeway's issued a policy  25       about its caged egg-laying hen animal welfare</p>

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<p style="text-align: right;">194</p> <p>1 practices in response to a shareholder proposal 2 introduced by PETA?</p> <p>3 MR. MURRAY: Object to the form of the 4 question.</p> <p>5 <b>A. Not to my knowledge.</b> 6 <b>(Exhibit 15 was marked.)</b></p> <p>7 Q. (BY MR. FONTECILLA) Okay. Handed you 8 what's been marked as Exhibit 15. This is a highly 9 confidential document Bates-stamped PETA 20. Have 10 you seen this document before, Ms. Littlefield?</p> <p>11 <b>A. I don't recognize it.</b></p> <p>12 Q. It appears to be a letter to Brian 13 Dowling at Safeway; right?</p> <p>14 <b>A. Correct.</b></p> <p>15 Q. And on the second page, it appears to 16 be from Bruce Friedrich, senior campaign 17 coordinator, and it copies Steven Burd of Safeway, 18 Karen Brown of FMI, Dr. Steven Gross, Dr. Temple 19 Grandin and Terrie Dort; do you see that?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. And in this letter, the first paragraph 22 states, We must admit that we've been surprised by 23 your comments to the media since PETA launched our 24 campaign against Safeway last week.</p> <p>25 Do you recall PETA launching the</p>	<p style="text-align: right;">196</p> <p>1 Ms. Littlefield, this is the document I was 2 referring to that's a letter from Brian Dowling on 3 February -- or letter to Brian Dowling on 4 February 13, 2002; correct?</p> <p>5 <b>A. Yes.</b></p> <p>6 Q. And about halfway down this letter, 7 there's a paragraph that says, "Your long 8 relationship"?</p> <p>9 <b>A. Correct.</b></p> <p>10 MR. MURRAY: Let her look at it, 11 because it's both sided.</p> <p>12 Q. (BY MR. FONTECILLA) Do you see the 13 paragraph that says --</p> <p>14 MR. MURRAY: Wants to see it.</p> <p>15 Q. (BY MR. FONTECILLA) Let me know when 16 you're done, Ms. Littlefield. Do you see that 17 paragraph that I was referring to, Ms. Littlefield, 18 "Your long relationship" one?</p> <p>19 <b>A. Yes.</b></p> <p>20 Q. Says, Your long relationship with your 21 suppliers is all the more reason for you to use 22 that relationship to decrease animal abuse. Your 23 suppliers don't want to lose your business. You 24 have the power.</p> <p>25 Do you see that?</p>
<p style="text-align: right;">195</p> <p>1 Shameway campaign against Safeway at the beginning 2 of February 2002?</p> <p>3 <b>A. I remember the Shameway campaign. I 4 couldn't say that I remember it in March of 2002.</b></p> <p>5 Q. And what was the Shameway campaign?</p> <p>6 <b>A. That we weren't responding to the 7 requests of PETA and that -- that's about all the 8 details I can recall.</b></p> <p>9 Q. And one of the PETA requests related to 10 the animal welfare standards that would apply to 11 egg suppliers to Safeway; right?</p> <p>12 <b>A. Yes, I believe so.</b></p> <p>13 Q. And later on in this letter, about 14 halfway down, a paragraph that starts, "Your long"; 15 do you see that? "Your long relationship"?</p> <p>16 <b>A. I'm sorry, again, where is it located?</b></p> <p>17 Q. Halfway down the first page of 18 Exhibit 15, "Your long relationship," kind of stuck 19 between two bullet points.</p> <p>20 MR. MURRAY: How many paragraphs down? 21 (Exhibit 16 was marked.)</p> <p>22 Q. (BY MR. FONTECILLA) If you could set 23 that aside for a second. I will hand you 24 Exhibit 16, which is a highly confidential document 25 bearing Bates label PETA 20. And my apologies,</p>	<p style="text-align: right;">197</p> <p>1 <b>A. Yes.</b></p> <p>2 Q. Is that how Safeway feels about its 3 ability to influence its suppliers with regard to 4 animal welfare practices it wants to see?</p> <p>5 MR. MURRAY: Object to the form of the 6 question.</p> <p>7 <b>A. As far as I'm aware, no. Restate the 8 question. Could you restate the question again? 9 I'm sorry.</b></p> <p>10 Q. (BY MR. FONTECILLA) Does Safeway feel 11 that it has an ability to influence its suppliers 12 to adopt humane animal welfare practices because 13 the suppliers might not want to lose Safeway's 14 business?</p> <p>15 MR. MURRAY: Object to the form of the 16 question.</p> <p>17 <b>A. And that would be speculation. I'm 18 referring back to the statement, do you have the 19 power, I don't believe -- yeah, I -- I would be 20 speculating.</b></p> <p>21 Q. (BY MR. FONTECILLA) Let's set aside 22 that statement, and just in your work on the animal 23 welfare council, does the council feel when it's 24 working with suppliers to get them to adopt animal 25 welfare standards, that Safeway has some power to</p>

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<p>1 influence what they do because those suppliers  2 don't want to lose Safeway's business?</p> <p>3 <b>A. That would be speculating to answer  4 that.</b></p> <p>5 Q. Well, you're on the council; right?</p> <p>6 <b>A. Correct.</b></p> <p>7 Q. And I'm just asking how the council  8 envisions its power with regards to getting  9 suppliers to adopt animal welfare standards that  10 Safeway asks of the suppliers.</p> <p>11 <b>A. The committees? I'm sorry. I just am  12 not registering the question.</b></p> <p>13 Q. Sure. Does Safeway feel it has any  14 influence in asking of its suppliers to adopt  15 animal welfare practices?</p> <p>16 <b>A. I mean, I think it can make  17 recommendations.</b></p> <p>18 Q. When it makes recommendations,  19 suppliers work with Safeway to try to adopt those  20 recommendations to the best of their ability;  21 right?</p> <p>22 <b>A. Yes.</b></p> <p>23 Q. And part of the reason they do that is  24 because they don't want to lose Safeway's business;  25 they want to try not it lose Safeway's business?</p>	<p>1 <b>A. Correct.</b>  2 Q. And the date at the top of this article  3 is January 26, 2004?</p> <p>4 <b>A. Yes.</b>  5 Q. Have you ever read this article before?</p> <p>6 <b>A. Not that I recall.</b>  7 Q. Do you know who the author, Dr. Jeffrey  8 Armstrong, is?</p> <p>9 <b>A. I do not.</b>  10 Q. If you look in the second column on the  11 first page, the second full paragraph that starts,  12 "The scientific community."</p> <p>13 <b>A. Yes.</b>  14 Q. Says, The scientific community can  15 assist by developing science-based guidelines that  16 will stand up to the scrutiny of the marketplace,  17 the public at large, and our public policymakers.</p> <p>18 It goes on to say, Guidelines should be  19 developed by a multidisciplinary group of  20 scientists with an emphasis based on welfare, but  21 inclusive of economic factors and environmental  22 food safety and public concerns.</p> <p>23 Do you see that?</p> <p>24 <b>A. Yes.</b>  25 Q. Is Safeway's animal welfare council's</p>

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<p style="text-align: right;">202</p> <p>1           <b>A. It's not familiar.</b>  2           Q. Do you know -- I'm sorry?  3           <b>A. It's not familiar.</b>  4           Q. Do you know who Paul Bernish is, the  5           name at the top?  6           <b>A. No.</b>  7           Q. If you go to the page Bates-stamped  8           214 -- and I'm sorry, the first page, this is dated  9           December 12, 2000; do you see that?  10           <b>A. Yes.</b>  11           Q. So at the page stamped 214 at the very  12           bottom, that there's a section called "Eggs";  13           right?  14           <b>A. Yes.</b>  15           Q. Underneath it says, United Egg  16           Producers recently developed what it described as a  17           science-based animal handling policy that it claims  18           will dramatically change the way eggs are produced  19           in the U.S. UEP says the cost of implementation of  20           its animal husbandry the guidelines for its 200  21           domestic producers will exceed \$3 million, causing  22           egg prices to increase by approximately \$.24 per  23           carton.  24           Do you see that?  25           <b>A. Yes.</b></p>	<p style="text-align: right;">204</p> <p>1           <b>A. I'm not aware of that, no. Not to my</b>  2           <b>knowledge.</b>  3           <b>(Exhibit 19 was marked.)</b>  4           Q. (BY MR. FONTECILLA) Handing you what's  5           been marked as Exhibit 19. This is a confidential  6           document Bates-stamped UE0178685. Do you recognize  7           this document, Ms. Littlefield?  8           <b>A. No.</b>  9           Q. This appears to be a letter from NuCal  10           Foods. Do you know what NuCal Foods is?  11           <b>A. I can read on here that it's California</b>  12           <b>Fresh Eggs. But no, I'm not familiar with them,</b>  13           <b>no.</b>  14           Q. Do you recognize any of the names  15           listed in the header information of this letter?  16           <b>A. No.</b>  17           Q. And the letter is titled FMI Task Force  18           on Animal Welfare Standards was sent July 3, 2001;  19           right? That's what the document says; right?  20           <b>A. Correct.</b>  21           Q. In the letter in the third full  22           paragraph, says, Susan Adams and Rich Calhoun, who  23           is director of quality assurance Safeway corporate  24           branch, represents Safeway on this committee.  25           Do you see that?</p>
<p style="text-align: right;">203</p> <p>1           Q. Was Safeway aware in December 2000 that  2           the UEP had made statements about the cost of  3           implementing its animal husbandry guidelines?  4           MR. MURRAY: Objection to the form of  5           the question. Lack of foundation.  6           <b>A. I can't -- who is this document from?</b>  7           <b>Is this from UEP? I don't --</b>  8           Q. (BY MR. FONTECILLA) It's -- the  9           statement says that UEP made a statement about the  10           cost of implementing its animal husbandry  11           guidelines; right?  12           <b>A. Yes.</b>  13           Q. It says -- UEP says, The cost of  14           implementing its animal guidelines will cause egg  15           prices to increase; right?  16           <b>A. That's what it says here, yes.</b>  17           Q. Right. And now leaving that aside, in  18           2000, was Safeway aware that UEP had made  19           statements about the cost of implementing its  20           animal husbandry guidelines?  21           MR. MURRAY: Object to the form of the  22           question. Lack of foundation.  23           <b>A. I can't answer that.</b>  24           Q. (BY MR. FONTECILLA) So you're not  25           aware of --</p>	<p style="text-align: right;">205</p> <p>1           <b>A. Yes.</b>  2           Q. And do you know who Susan Adams or Rich  3           Calhoun are?  4           <b>A. No.</b>  5           Q. And in the next paragraph it says,  6           Susan called Monday and asked for a lesson in egg  7           production 101 to prepare Rich for the meeting. I  8           met with Susan and Rich today and reviewed the  9           development of the best production practices over  10           the last 50 or 60 years, the animal welfare  11           guidelines established by UEP, the cost to  12           implement the added cage space program, the cost to  13           implement a no-molt program, the industry's  14           decision to implement based on consumers' demand  15           and the relevant issues as related to McDonald's  16           and Burger King's initiation of their own  17           standards.  18           Do you see that?  19           <b>A. I can see that.</b>  20           Q. And so the document is saying that this  21           person who apparently wrote this letter met with  22           representatives of Safeway; right?  23           <b>A. What's what it says on the document.</b>  24           Q. And it says on the document that they  25           were to discuss the animal welfare guidelines</p>

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<p style="text-align: center;">206</p> <p>1 established by UEP; right?</p> <p>2 <b>A. That's what it says here, yes.</b></p> <p>3 Q. And that they were -- and it also says</p> <p>4 that they were to discuss the cost to implement the</p> <p>5 added cage space program; right?</p> <p>6 <b>A. Correct; that's what it says.</b></p> <p>7 Q. Are you aware of any meeting between</p> <p>8 representatives of NuCal Foods and Safeway in 2001</p> <p>9 regarding these topics?</p> <p>10 <b>A. Only from the document you provided.</b></p> <p>11 Q. If you can refer to what you have in</p> <p>12 front of you as Exhibit 8. If you could kindly</p> <p>13 flip to the third page, please. And there's a</p> <p>14 section on the third page titled Program Goals;</p> <p>15 right?</p> <p>16 <b>A. Correct.</b></p> <p>17 Q. And it says, The food retail industry</p> <p>18 understands that the issues surrounding the welfare</p> <p>19 of animals used for food are important and</p> <p>20 complicated.</p> <p>21 Do you see that?</p> <p>22 <b>A. Yes.</b></p> <p>23 Q. Would you -- would it be Safeway's</p> <p>24 position as well that the issues surrounding animal</p> <p>25 welfare for food are both important and</p>	<p style="text-align: center;">208</p> <p>1 confidential document Bates-stamped</p> <p>2 NUCAL-08md2002-0024844. Do you recognize this</p> <p>3 document, Ms. Littlefield?</p> <p>4 <b>A. No.</b></p> <p>5 Q. This -- this is a letter of agreement</p> <p>6 between Safeway and NuCal Foods; right?</p> <p>7 <b>A. It appears so.</b></p> <p>8 MR. MURRAY: It's only signed by NuCal.</p> <p>9 Q. (BY MR. FONTECILLA) Have you ever seen</p> <p>10 an agreement between Safeway and an egg supplier?</p> <p>11 <b>A. Similar to this?</b></p> <p>12 Q. Just generally, have you ever seen one?</p> <p>13 <b>A. An agreement between -- I'm sorry,</b></p> <p>14 <b>could you repeat the question?</b></p> <p>15 Q. Have you ever seen an agreement between</p> <p>16 Safeway and one of its egg suppliers?</p> <p>17 <b>A. Not that I recall.</b></p> <p>18 Q. Are you familiar with the requirements</p> <p>19 regarding animal welfare that Safeway puts in its</p> <p>20 supply agreements with its egg suppliers?</p> <p>21 <b>A. No.</b></p> <p>22 Q. If you flip to the third page -- or the</p> <p>23 last page, of this document, at the top is the</p> <p>24 label, Letter of Agreement NuCal Foods, Inc.,</p> <p>25 Exhibit B, Specifications, Requirements and</p>
<p style="text-align: center;">207</p> <p>1 complicated?</p> <p>2 MR. MURRAY: Objection to the form of</p> <p>3 the question.</p> <p>4 <b>A. I mean, it's important to Safeway,</b></p> <p>5 <b>that's stated in animal welfare policy statement on</b></p> <p>6 <b>the Web page.</b></p> <p>7 Q. (BY MR. FONTECILLA) And that's because</p> <p>8 that is Safeway's opinion of animal welfare issues;</p> <p>9 right?</p> <p>10 <b>A. Correct.</b></p> <p>11 Q. And the next sentence says, Some</p> <p>12 recommendations have economic implications and some</p> <p>13 require an implementation timetable because they</p> <p>14 cannot be accomplished immediately without major</p> <p>15 disruption to the supply chain.</p> <p>16 Do you see that?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. Would you -- would Safeway agree with</p> <p>19 that?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. Do you know who Alan Rahn is, R-a-h-n?</p> <p>22 <b>A. No.</b></p> <p>23 <b>(Exhibit 20 was marked.)</b></p> <p>24 Q. (BY MR. FONTECILLA) Handing you</p> <p>25 Exhibit 20, Ms. Littlefield. This is a highly</p>	<p style="text-align: center;">209</p> <p>1 Descriptions.</p> <p>2 Do you see that?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. Have you ever seen a form like the one</p> <p>5 on this page before?</p> <p>6 <b>A. No.</b></p> <p>7 Q. Under Quality Requirements, which is</p> <p>8 four sections from the bottom -- do you see that</p> <p>9 section?</p> <p>10 <b>A. Yes.</b></p> <p>11 Q. The last line under it says, Must</p> <p>12 comply with UEP's animal husbandry guidelines.</p> <p>13 Do you see that?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. Is that statement consistent with what</p> <p>16 Safeway's requirements are of its egg suppliers?</p> <p>17 <b>A. Yes.</b></p> <p>18 Q. And under agreement line at the top,</p> <p>19 the second section, it says that this agreement</p> <p>20 would apply from 2005 -- September 1, 2005, to</p> <p>21 August 31, 2006.</p> <p>22 <b>A. Yes.</b></p> <p>23 Q. And so that would mean that this</p> <p>24 agreement would predate the establishment of the</p> <p>25 Safeway animal welfare council; right?</p>

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<p>210</p> <p>1       <b>A. Yes.</b></p> <p>2       Q. Yet even before the animal welfare</p> <p>3       council was established, Safeway was requiring</p> <p>4       compliance with UEP's animal husbandry guidelines</p> <p>5       from its egg suppliers; right?</p> <p>6       <b>A. Correct.</b></p> <p>7       Q. Do you know who David Lawrence is?</p> <p>8       <b>A. Yes.</b></p> <p>9       Q. Who is he?</p> <p>10      <b>A. He is part of the QA team for private</b></p> <p>11      <b>brands.</b></p> <p>12      Q. He's a Safeway employee?</p> <p>13      <b>A. Yeah.</b></p> <p>14      Q. And what does -- what does he do in</p> <p>15      that capacity as -- in the QA team for private</p> <p>16      brands?</p> <p>17      <b>A. To my knowledge, he has a connection</b></p> <p>18      <b>with auditing.</b></p> <p>19      Q. Do you ever work with him?</p> <p>20      <b>A. We've had some phone calls and maybe</b></p> <p>21      <b>some e-mail back and forth conversations.</b></p> <p>22      <b>(Exhibit 21 was marked.)</b></p> <p>23      Q. (BY MR. FONTECILLA) Handing you</p> <p>24      Exhibit 21. This is a confidential document</p> <p>25      Bates-stamped MOARK000-4466. Have you ever seen</p>	<p>212</p> <p>1       Do you see that?</p> <p>2       <b>A. Yes.</b></p> <p>3       Q. Who is Celeste Smith?</p> <p>4       <b>A. I have no idea.</b></p> <p>5       Q. But you did say you were familiar with</p> <p>6       David Lawrence; right?</p> <p>7       <b>A. Correct.</b></p> <p>8       Q. And Celeste Smith's e-mail address is a</p> <p>9       Safeway.com e-mail address; right?</p> <p>10      <b>A. Yes.</b></p> <p>11      Q. And she says, I'm forwarding your note</p> <p>12      to David Lawrence, our corporate brands quality</p> <p>13      control manager. David and his team work with our</p> <p>14      marketing group in many areas to establish</p> <p>15      expectations and requirements for our suppliers?</p> <p>16      <b>A. Yes.</b></p> <p>17      Q. Is that consistent with your</p> <p>18      understanding of what David Lawrence continues to</p> <p>19      do today?</p> <p>20      <b>A. You know, I haven't had contact with</b></p> <p>21      <b>him, and so I'm not familiar with if he's still</b></p> <p>22      <b>responsible for this today.</b></p> <p>23      Q. Do you know who would be responsible</p> <p>24      for working with the marketing group in areas to</p> <p>25      establish expectations and requirements of</p>
<p>211</p> <p>1       this document before, Ms. Littlefield?</p> <p>2       <b>A. I do not believe so.</b></p> <p>3       Q. So if you -- if you look at the second</p> <p>4       page of this document, it looks like it is a</p> <p>5       submission to Safeway in the form of a question</p> <p>6       from Gene Gregory. Do you see that?</p> <p>7       <b>A. Yes.</b></p> <p>8       Q. And if you go down a little more than</p> <p>9       halfway down, you'll see a line that starts with</p> <p>10      "30th"?</p> <p>11      <b>A. Yes.</b></p> <p>12      Q. And if you go to the next line after</p> <p>13      that, there's a sentence that starts, "My major</p> <p>14      reason." Do you see that?</p> <p>15      <b>A. Yes.</b></p> <p>16      Q. It says, My major reason for writing is</p> <p>17      caused by a question posed by an egg supplier. The</p> <p>18      question was, does Safeway require all their eggs</p> <p>19      to be produced by United Egg Producer certified</p> <p>20      companies? I was not able to answer this question</p> <p>21      and therefore writing asking for your help.</p> <p>22      Do you see that?</p> <p>23      <b>A. Yes.</b></p> <p>24      Q. And on the first page, at the bottom,</p> <p>25      Celeste Smith forwards that note to David Lawrence.</p>	<p>213</p> <p>1       Safeway's suppliers?</p> <p>2       <b>A. You know, I would -- our quality</b></p> <p>3       <b>assurance consumer protection team personnel. I</b></p> <p>4       <b>mean, there's, I think, about -- it's quite vast.</b></p> <p>5       <b>So ...</b></p> <p>6       Q. And you didn't meet with any of them in</p> <p>7       preparation for your deposition today, did you?</p> <p>8       <b>A. No.</b></p> <p>9       Q. And in the next e-mail, David Lawrence</p> <p>10      responds, right, on --</p> <p>11      <b>A. Yes.</b></p> <p>12      Q. -- October 31, 2005?</p> <p>13      <b>A. Correct.</b></p> <p>14      Q. And he says, Yes, our specifications</p> <p>15      require this; right?</p> <p>16      MR. MURRAY: No.</p> <p>17      <b>A. It says, Our specifications require</b></p> <p>18      <b>this. There is no "yes."</b></p> <p>19      Q. (BY MR. FONTECILLA) Oh, excuse me. It</p> <p>20      says, Our specifications require this; right?</p> <p>21      <b>A. Correct.</b></p> <p>22      Q. And do you understand that to mean that</p> <p>23      David is confirming in response to the question on</p> <p>24      the second page that Safeway, in fact, does require</p> <p>25      all its eggs to be produced by United Egg Producer</p>

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55 (Pages 214 to 217)

<p style="text-align: right;">214</p> <p>1 certified companies?</p> <p>2 MR. MURRAY: Object to the form of the</p> <p>3 question.</p> <p>4 Q. (BY MR. FONTECILLA) Let me rephrase.</p> <p>5 Do you recall what the question was -- that was</p> <p>6 asked in this document was?</p> <p>7 <b>A. Do you require your egg suppliers to --</b></p> <p>8 <b>to --</b></p> <p>9 MR. MURRAY: Read the question.</p> <p>10 Q. (BY MR. FONTECILLA) The question is</p> <p>11 and I'll just -- read along with me. The question</p> <p>12 in this document is, Does Safeway require -- on the</p> <p>13 second page.</p> <p>14 <b>A. Right.</b></p> <p>15 Q. Does Safeway require all their eggs to</p> <p>16 be produced by United Egg Producer certified</p> <p>17 companies. That's the question; right?</p> <p>18 <b>A. Right.</b></p> <p>19 Q. What is David Lawrence's answer to the</p> <p>20 question?</p> <p>21 <b>A. From this document, he says our</b></p> <p>22 <b>specifications requirements.</b></p> <p>23 Q. Okay. And this document, e-mail</p> <p>24 exchange, has the date October 31, 2005; right?</p> <p>25 <b>A. Yes.</b></p>	<p style="text-align: right;">216</p> <p>1 Littlefield, at 4:23.</p> <p>2 (Exhibit 22 was marked.)</p> <p>3 Q. (BY MR. FONTECILLA) Ms. Littlefield,</p> <p>4 handed you what's been marked as Exhibit 22. This</p> <p>5 is a highly confidential document Bates-stamped</p> <p>6 Hillendale-Gettysburg 00008202. Do you recognize</p> <p>7 the name Doug Palmer?</p> <p>8 <b>A. No.</b></p> <p>9 Q. This is an e-mail from Bruno Garisto to</p> <p>10 Doug Palmer on Friday, August 27, 2004, right?</p> <p>11 <b>A. Yes.</b></p> <p>12 Q. And do you know who Bruno Garisto is?</p> <p>13 <b>A. No.</b></p> <p>14 Q. His e-mail address is at Hillendale</p> <p>15 Farms.com; do you know what Hillendale Farms is?</p> <p>16 <b>A. I believe I've seen it as one of the</b></p> <p>17 <b>vendor -- egg vendor names.</b></p> <p>18 Q. Hillendale Farms is -- I'm sorry, did</p> <p>19 I --</p> <p>20 <b>A. No.</b></p> <p>21 Q. Is Hillendale Farms a supplier of eggs</p> <p>22 to Safeway?</p> <p>23 <b>A. I believe so.</b></p> <p>24 Q. And Hillendale Farms provides Safeway</p> <p>25 with UEP-compliant eggs; correct?</p>
<p style="text-align: right;">215</p> <p>1 Q. And that's before the establishment of</p> <p>2 the animal welfare council; right?</p> <p>3 <b>A. Yes.</b></p> <p>4 Q. Seeing these documents, does it refresh</p> <p>5 your recollection about what Safeway's policy was</p> <p>6 with regards to its egg suppliers' compliance with</p> <p>7 UEP guidelines prior to the establishment of the</p> <p>8 animal welfare council?</p> <p>9 <b>A. I mean, yes. As I stated before, we</b></p> <p>10 <b>would recognize the industry -- best industry</b></p> <p>11 <b>practices as UEP guidelines; and therefore, that</b></p> <p>12 <b>was required in the specifications.</b></p> <p>13 Q. So it -- so just to be clear, it does</p> <p>14 appear that before 2006's establishment of the</p> <p>15 animal welfare council, Safeway was already</p> <p>16 requiring its egg suppliers to comply with the UEP</p> <p>17 guidelines?</p> <p>18 <b>A. Yes.</b></p> <p>19 MR. FONTECILLA: Let's take a quick</p> <p>20 break.</p> <p>21 THE VIDEOGRAPHER: Off the record --</p> <p>22 off the record, end of tape six, at 4:27.</p> <p>23 (Recess had from 4:27 p.m. to 4:41 p.m.)</p> <p>24 THE VIDEOGRAPHER: We're on the record,</p> <p>25 start tape seven, March 19, 2014, Virginia</p>	<p style="text-align: right;">217</p> <p>1 MR. MURRAY: Object to the form of the</p> <p>2 question.</p> <p>3 <b>A. I'm unfamiliar if they do or not.</b></p> <p>4 Q. (BY MR. FONTECILLA) In the bottom of</p> <p>5 the e-mail from Bruno Garisto to Doug Palmer on</p> <p>6 August 27, 2004, there's a -- he says, I would like</p> <p>7 to discuss two subjects with you for the</p> <p>8 appropriate merchandiser for eggs. And the second</p> <p>9 subject he lists is animal care certification.</p> <p>10 Do you see that?</p> <p>11 <b>A. Yes.</b></p> <p>12 Q. And then there's a whole paragraph</p> <p>13 about it?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. And he says, We are informed that</p> <p>16 Safeway will not be supporting the United Egg</p> <p>17 Producers animal care certification program. I</p> <p>18 would like to discuss this issue further.</p> <p>19 Do you see that?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. In August of 2004, was Safeway</p> <p>22 considering not supporting the UEP animal care</p> <p>23 certification program?</p> <p>24 <b>A. Not to my knowledge.</b></p> <p>25 Q. And then later on in that paragraph,</p>

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<p style="text-align: right;">218</p> <p>1 second line from the bottom he says, Safeway is  2 currently getting eggs from a supplier not on the  3 program who has ten birds in a standard cage. I  4 would like to discuss the benefits of supporting  5 the UEP program and how it minimizes risk.</p> <p>6 It appears that he is informing  7 Safeway -- or Doug Palmer at Safeway that one of  8 Safeway's egg suppliers is not complying with the  9 UEP guidelines. Would you agree?</p> <p>10 MR. MURRAY: Object to the form of the  11 question.</p> <p>12 <b>A. I can read in the e-mail, We want to  13 make sure you have all the pertinent data to grow  14 the category -- I mean, I can read in the document.</b></p> <p>15 Q. (BY MR. FONTECILLA) Right. And the  16 document where it says, Safeway is currently  17 getting eggs from a supplier not on the program; do  18 you see that sentence?</p> <p>19 <b>A. Yes.</b></p> <p>20 Q. Do you understand that to mean that  21 Safeway's -- one of Safeway's egg suppliers is not  22 in compliance with the UEP guidelines?</p> <p>23 MR. MURRAY: Object to the form of the  24 question. Lack of foundation.</p> <p>25 <b>A. To me, from this document, that's</b></p>	<p style="text-align: right;">220</p> <p>1 <b>that.</b></p> <p>2 Q. So based on this document, Safeway has  3 at least once received notice that one of its egg  4 suppliers might not be in compliance with UEP  5 guidelines?</p> <p>6 MR. MURRAY: Object to the form of the  7 question. Lack of foundation.</p> <p>8 <b>A. Again, in -- from this document?</b></p> <p>9 Q. (BY MR. FONTECILLA) Why don't we try  10 it this way. Let's put that document aside for a  11 second. Speaking generally, as Safeway's corporate  12 designee for animal welfare issues, has Safeway  13 ever been made aware that one of its egg suppliers  14 that supplies Safeway with eggs is not in  15 compliance with the UEP guidelines?</p> <p>16 MR. MURRAY: Objection to the form of  17 the question. Lack of foundation, lack of  18 specificity as to time.</p> <p>19 Q. (BY MR. FONTECILLA) And this is for  20 the time period 1999 to 2008.</p> <p>21 MR. MURRAY: Overly broad.</p> <p>22 <b>A. Without respect to this document, not  23 to my knowledge.</b></p> <p>24 Q. (BY MR. FONTECILLA) Okay. Is there a  25 process in place at Safeway for Safeway to handle</p>
<p style="text-align: right;">219</p> <p>1 <b>speculative. This is from -- I'm sorry, could you  2 remind me who Bruno Garisto is again, please?</b></p> <p>3 Q. (BY MR. FONTECILLA) His signature is  4 at the bottom --</p> <p>5 <b>A. Sorry. So --</b></p> <p>6 Q. He works for Hillandale Farms --</p> <p>7 <b>A. Hillandale Farms, which supplies eggs  8 to Safeway. So I'm not sure how he would gain that  9 knowledge.</b></p> <p>10 Q. Right. I'm not -- I'm asking, it  11 appears from the document that he is informing  12 Safeway that one of Safeway's egg suppliers might  13 not be in compliance with the UEP guidelines;  14 right?</p> <p>15 MR. MURRAY: Object to the form of the  16 question. Lack of foundation.</p> <p>17 <b>A. Right. So might not be following the  18 program to me is speculation on his part.</b></p> <p>19 Q. (BY MR. FONTECILLA) Has Safeway ever  20 been notified that one of its suppliers of eggs  21 might not be in compliance with UEP guidelines?</p> <p>22 <b>A. I mean, just to your question, this  23 would be that document saying might not be in  24 compliance. This is an information e-mail from  25 another egg supplier as a -- informing Safeway</b></p>	<p style="text-align: right;">221</p> <p>1 notifications that its suppliers might not be in  2 compliance with animal welfare requirements?</p> <p>3 <b>A. I would say it would be based on an  4 individual basis if we were approached.</b></p> <p>5 Q. You testified that you are not aware of  6 any time when -- between -- time period when  7 Safeway was approached with a noncompliant  8 supplier?</p> <p>9 <b>A. I'm sorry, I thought the last question  10 was do we have a system to.</b></p> <p>11 Q. Yeah. What happens if Safeway were to  12 be notified that one of its suppliers, egg  13 suppliers specifically, was not in compliance with  14 the UEP guidelines?</p> <p>15 MR. MURRAY: Objection. Calls for  16 speculation.</p> <p>17 <b>A. I can speak to our process verified  18 beef program, but I can't speak to the eggs.</b></p> <p>19 Q. (BY MR. FONTECILLA) Has an egg  20 supplier to Safeway ever failed an audit as a  21 result of not being in compliance with the UEP  22 guidelines?</p> <p>23 <b>A. Not that I'm aware of.</b></p> <p>24 Q. And does Safeway have a process in  25 place in the event that it is notified through an</p>

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<p style="text-align: center;">222</p> <p>1 audit or otherwise that an egg supplier to Safeway 2 is not in compliance with the UEP guidelines?</p> <p>3 MR. MURRAY: Objection. Compound, 4 asked and answered.</p> <p>5 <b>A. Can you rephrase the question?</b></p> <p>6 Q. (BY MR. FONTECILLA) Sure. Does 7 Safeway have a process in place to handle 8 information about one of its egg suppliers not 9 being in compliance with UEP guidelines?</p> <p>10 MR. MURRAY: Asked and answered.</p> <p>11 <b>A. It would be on an individual basis.</b></p> <p>12 Q. (BY MR. FONTECILLA) Okay. Has Safeway 13 ever terminated a supplier for failing to comply 14 with Safeway's animal welfare guidelines?</p> <p>15 <b>A. I guess I need that question asked more 16 specifically.</b></p> <p>17 Q. Are you aware of any supplier to 18 Safeway that has been terminated as a direct result 19 of failing to comply with Safeway's animal welfare 20 guidelines for any species?</p> <p>21 <b>A. Yes. But it's more complex than that.</b></p> <p>22 Q. Why is it more complex than that?</p> <p>23 <b>A. The situation that I'm referring to, 24 Safeway purchased minimal product from them. They 25 had not delivered product, as far as I can recall,</b></p>	<p style="text-align: center;">224</p> <p>1 is -- page 3, Bates stamp 49076 at the bottom has 2 the first-in-time e-mail, and it's dated 3 October 19, 2006. Do you see that?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. It's from Mary Kamm to Michael Talbot; 6 right?</p> <p>7 <b>A. Yes.</b></p> <p>8 Q. Both were Safeway employees at this 9 time, to the best of your knowledge?</p> <p>10 <b>A. Yes.</b></p> <p>11 Q. Okay. So it's a pretty long e-mail 12 that Ms. Kamm is writing to Mr. Talbot. But on the 13 last page of the document -- oh, and I'm sorry, the 14 subject of that e-mail is Kreider Farms. Do you 15 see that?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. Do you know who Kreider Farms is?</p> <p>18 <b>A. I do not.</b></p> <p>19 Q. It also says executive summary of 20 audits; right?</p> <p>21 <b>A. Yes.</b></p> <p>22 Q. Okay. Is it common for Safeway to 23 e-mail each other -- Safeway employees to e-mail 24 each other information about audits of its 25 suppliers?</p>
<p style="text-align: center;">223</p> <p>1 <b>and we dismissed them as a vendor for Safeway.</b></p> <p>2 Q. Were they an egg producer?</p> <p>3 <b>A. No.</b></p> <p>4 <b>(Exhibit 23 was marked.)</b></p> <p>5 Q. (BY MR. FONTECILLA) Handing you what's 6 been marked as Exhibit 23. This is a highly 7 confidential document bearing Bates stamp 8 SFWEGED00049074. Have you ever seen this document 9 before, Ms. Littlefield?</p> <p>10 <b>A. No.</b></p> <p>11 Q. Do you recognize any of the names on 12 this e-mail chain?</p> <p>13 <b>A. I recognize Mary Kamm.</b></p> <p>14 Q. And who is Mary Kamm?</p> <p>15 <b>A. She was one of our private label 16 auditors. She no longer is with the company as far 17 as I'm aware. David Lawrence, I believe we 18 mentioned earlier. Michael Talbot's name is 19 familiar.</b></p> <p>20 Q. And do you know who -- what Michael 21 Talbot's position is or was at this time?</p> <p>22 <b>A. In very distant memory, he was part of 23 the quality assurance team at Safeway.</b></p> <p>24 Q. So the -- let's walk through the 25 e-mails and specifically some relevant parts. Page</p>	<p style="text-align: center;">225</p> <p>1 MR. MURRAY: Objection. Vague.</p> <p>2 <b>A. Could you restate the question?</b></p> <p>3 Q. (BY MR. FONTECILLA) Sure. Do you ever 4 e-mail with anyone -- any of your coworkers about 5 the results of an audit of a supplier?</p> <p>6 <b>A. Audit results, yes, are copied within 7 Safeway.</b></p> <p>8 Q. With your understanding of who these 9 individuals, Ms. Kamm and Mr. Talbot, are, would it 10 be part of their jobs to e-mail about audits?</p> <p>11 <b>A. As far as I'm aware, Mary Kamm would 12 have reported to Michael Talbot.</b></p> <p>13 Q. Okay. So --</p> <p>14 <b>A. I believe Michael is in a superior 15 position to Mary.</b></p> <p>16 Q. And you mentioned Mary worked with 17 audits of private label brands; is that right?</p> <p>18 <b>A. Yes, I believe so.</b></p> <p>19 Q. Okay. On the last page of the 20 document, we're still in Ms. Kamm's initial e-mail, 21 there's a big last full paragraph that starts, "The 22 cage space." Do you see that?</p> <p>23 <b>A. Yes.</b></p> <p>24 Q. Okay. And then the last -- the last 25 sentence of that paragraph says, Regardless, the</p>

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<p style="text-align: right;">226</p> <p>1 current Kreider standard is too small to be UEP 2 certified.</p> <p>3 Do you see that?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. Okay. And then if we move to the next 6 e-mail, Mr. Talbot responds to Ms. Kamm copying 7 some additional folks at Safeway. Do you see that?</p> <p>8 <b>A. Yes.</b></p> <p>9 Q. It says, Mary over the past several 10 months has been working to try to get Kreider in 11 compliance with the third-party audits and with the 12 animal welfare requirements. Below is her 13 summaries. But that the last paragraph from the 14 end outlines.</p> <p>15 Do you see that?</p> <p>16 <b>A. Uh-huh. Yes.</b></p> <p>17 Q. Okay. And then if you -- there's some 18 discussion that continues on in this e-mail chain, 19 and then we get to an e-mail on October 7, 2006, on 20 the second page of this exhibit. Did you see that 21 e-mail from Celeste Smith, the first full e-mail on 22 the second page?</p> <p>23 <b>A. Yes.</b></p> <p>24 Q. Okay. She says, Sounds like we should 25 discontinue them from the supply chain because of</p>	<p style="text-align: right;">228</p> <p>1 Q. When a supplier fails an audit as a 2 result of animal welfare reasons, does Safeway 3 discontinue the audits of all of that supplier's 4 locations?</p> <p>5 <b>A. If the decision to made to discontinue 6 them as a supplier, yes.</b></p> <p>7 Q. And in the next paragraph in 8 Mr. Talbot's e-mail, says, Please plan on 9 discontinuing them as soon as possible. They will 10 be eligible for a Safeway audit and approval once 11 they have a UEP audit conducted by an approved 12 third party.</p> <p>13 Do you see that?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. Is it your understanding that Kreider 16 Farms as of the date of Mr. Talbot's e-mail has 17 been approved for discontinuance as a result of 18 failure to meet UEP guidelines?</p> <p>19 MR. MURRAY: Object to the form of the 20 question.</p> <p>21 <b>A. From the document, until they have an 22 UEP -- an approved UEP audit, they will be not able 23 to provide product to Safeway.</b></p> <p>24 Q. (BY MR. FONTECILLA) So earlier you 25 testified that you had not been personally aware of</p>
<p style="text-align: right;">227</p> <p>1 animal certification, which I'm fine with. We have 2 been half pregnant with these guys for a long time, 3 and it appears they are at the end of their rope. 4 Clearly from a supply perspective, I need to know 5 the final decision next week so I can ramp up 6 Hillandale to provide both divisions if the final 7 word from you and David is we should not proceed. 8 Do you see that?</p> <p>9 <b>A. Yes.</b></p> <p>10 Q. Is it your understanding that these 11 individuals are discussing potentially 12 discontinuing a supplier because of failure to meet 13 UEP guidelines?</p> <p>14 <b>A. Yes.</b></p> <p>15 Q. And then later on, Mr. Talbot responds. 16 Do you see the second full paragraph, says, David 17 and I spoke this morning, based on --</p> <p>18 <b>A. Yes.</b></p> <p>19 Q. I'm sorry, based on Kreider performance 20 and lack of equivalency of their animal welfare 21 audit, no audits of their facilities will be 22 performed by Safeway; hence, none of their 23 facilities are approved.</p> <p>24 Do you see that?</p> <p>25 <b>A. Yes.</b></p>	<p style="text-align: right;">229</p> <p>1 any instance when an egg supplier had been 2 terminated as a result of failing to meet UEP 3 guidelines; right?</p> <p>4 <b>A. Correct.</b></p> <p>5 Q. But this e-mail appears to indicate 6 that an egg supplier was terminated for failure to 7 meet UEP guidelines until they could get an 8 approved audit performed; correct?</p> <p>9 <b>A. Correct.</b></p> <p>10 <b>(Exhibit 24 was marked.)</b></p> <p>11 Q. (BY MR. FONTECILLA) Handing you, 12 Ms. Littlefield, Exhibit 24. This is a highly 13 confidential document bearing Bates label 14 SFWEGED00041015. This is an e-mail that you 15 drafted on October 27, 2006; correct?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. And you sent it to Ms. Cathy East; 18 right?</p> <p>19 <b>A. Yes.</b></p> <p>20 Q. And you said, Here are some notes for 21 the review of Safeway audit process section of 22 Brian's agenda.</p> <p>23 Do you see that?</p> <p>24 <b>A. Yes.</b></p> <p>25 Q. Do you recall this e-mail?</p>

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<p style="text-align: right;">230</p> <p>1       <b>A. It's becoming familiar as I review it.</b></p> <p>2       Q. Do you remember what you meant by</p> <p>3       "Brian's agenda"?</p> <p>4       <b>A. I believe the agenda that I'm referring</b></p> <p>5       <b>to here is an agenda for a Safeway animal welfare</b></p> <p>6       <b>meeting. And in one of those Safeway animal</b></p> <p>7       <b>welfare committee meetings, we were to discuss</b></p> <p>8       <b>audits auditing what guidelines we were going to</b></p> <p>9       <b>use for those audits and so forth.</b></p> <p>10      Q. And did you --</p> <p>11      <b>A. I believe this is background</b></p> <p>12      <b>information for that.</b></p> <p>13      Q. And did -- and when you say this is</p> <p>14      background information, you're referring to the</p> <p>15      attachment?</p> <p>16      <b>A. Correct.</b></p> <p>17      Q. And this is an attachment that you</p> <p>18      prepared?</p> <p>19      <b>A. Vaguely remember preparing, yes.</b></p> <p>20      Q. It's titled Safeway Audit Process;</p> <p>21      right?</p> <p>22      <b>A. Correct.</b></p> <p>23      Q. And these are your notes about how the</p> <p>24      Safeway animal welfare auditing process works;</p> <p>25      right?</p>	<p style="text-align: right;">232</p> <p>1       <b>Mostly probably based on quality of product and</b></p> <p>2       <b>written by each -- or developed by each individual</b></p> <p>3       <b>group.</b></p> <p>4       <b>So the shell eggs would have in place</b></p> <p>5       <b>their best practices, you know, before we</b></p> <p>6       <b>established maybe an overview overall and developed</b></p> <p>7       <b>a Safeway statement that was on the Web page.</b></p> <p>8       <b>These were things that were in place that we needed</b></p> <p>9       <b>to review with the committee.</b></p> <p>10      Q. And in addition to quality standards,</p> <p>11      this auditing process that was in place as of</p> <p>12      October 27, 2006, also has elements related to</p> <p>13      animal welfare standard compliance; right?</p> <p>14      <b>A. Right.</b></p> <p>15      Q. And specifically, on the -- on this</p> <p>16      first page of the attachment under shell eggs -- do</p> <p>17      you see that section?</p> <p>18      <b>A. Yes.</b></p> <p>19      Q. It says, Currently under the Walnut</p> <p>20      Creek group, many of our suppliers do not meet the</p> <p>21      minimum cage space requirements of the United Egg</p> <p>22      Producers.</p> <p>23      Do you see that?</p> <p>24      <b>A. Yes.</b></p> <p>25      Q. What is the -- what does that mean?</p>
<p style="text-align: right;">231</p> <p>1       <b>A. As of October 27, 2006.</b></p> <p>2       Q. And when was that process put in place?</p> <p>3       <b>A. I think this may be an overall</b></p> <p>4       <b>preliminary look. I think my assignment was to see</b></p> <p>5       <b>what -- what Safeway was currently doing as far as</b></p> <p>6       <b>audits. So I think I was providing what was</b></p> <p>7       <b>currently in place.</b></p> <p>8       Q. So this document outlines the auditing</p> <p>9       process in place as of October 27, 2006?</p> <p>10      <b>A. Correct.</b></p> <p>11      Q. And I think I guess my question was:</p> <p>12      Do you know when that process started? How far</p> <p>13      back was this process in place?</p> <p>14      MR. MURRAY: Objection. Vague.</p> <p>15      <b>A. I don't recall.</b></p> <p>16      Q. (BY MR. FONTECILLA) Are you aware of</p> <p>17      any other -- are you aware of the auditing process</p> <p>18      described here having changed before this date?</p> <p>19      <b>A. No, I'm not aware of anything before</b></p> <p>20      <b>this date.</b></p> <p>21      Q. And why did Safeway, if you know, put</p> <p>22      in place this audit process?</p> <p>23      <b>A. I would say this really is before we</b></p> <p>24      <b>established a formal animal welfare committee; that</b></p> <p>25      <b>these are in place to ensure animal handling care.</b></p>	<p style="text-align: right;">233</p> <p>1       <b>A. I may have collected -- I may have</b></p> <p>2       <b>collected that information from someone in the</b></p> <p>3       <b>Walnut Creek group.</b></p> <p>4       Q. And the Walnut Creek group is the group</p> <p>5       in the California -- in the Safeway's California --</p> <p>6       Walnut Creek California office --</p> <p>7       <b>A. Right.</b></p> <p>8       Q. -- auditing of eggs; right?</p> <p>9       <b>A. Right.</b></p> <p>10      Q. And this -- these notes of yours seem</p> <p>11      to indicate that you had determined that some of</p> <p>12      your egg suppliers -- shell egg suppliers did not</p> <p>13      meet the minimum cage space requirements of UEP;</p> <p>14      right?</p> <p>15      <b>A. That's written here, and I really do</b></p> <p>16      <b>not have recollection of --</b></p> <p>17      Q. And then you wrote after that --</p> <p>18      MR. MURRAY: Are you done? You said</p> <p>19      you don't have recollection.</p> <p>20      <b>A. I don't have recollection of exactly</b></p> <p>21      <b>where I might have obtained that information. I</b></p> <p>22      <b>mean, I'm assuming that's from someone in Walnut</b></p> <p>23      <b>Creek.</b></p> <p>24      Q. (BY MR. FONTECILLA) So someone in</p> <p>25      charge of the auditing for shell eggs informed you</p>

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<p style="text-align: right;">234</p> <p>1 that some of -- or many of Safeway's egg suppliers 2 were not in compliance with the minimum cage space 3 requirements of UEP's guidelines?</p> <p>4       <b>A. Yes.</b></p> <p>5       Q. And as a result, you wrote in the next 6 sentence, Several suppliers may be eliminated from 7 the Safeway supply chain due to this insufficiency. 8       Is that your conclusion or is that 9 information you got from someone at Walnut Creek?</p> <p>10      <b>A. It's not in my immediate memory.</b></p> <p>11      Q. Do you know who at Walnut Creek would 12 have responsibility for overseeing egg suppliers' 13 compliance with UEP guidelines at any time between 14 1999 and 2008?</p> <p>15      <b>A. I couldn't reference a person's name, 16 but I would refer to that auditing group.</b></p> <p>17      Q. And I need to know specific names. So 18 any names that you can recall people that you know 19 would have had involvement in overseeing compliance 20 with UEP guidelines by shell egg suppliers. If you 21 could give us their names for the record, please.</p> <p>22      <b>A. I mean, the only name that I could 23 mention might be Michael Talbot.</b></p> <p>24      Q. And when would Michael Talbot have had 25 involvement with overseeing compliance with UEP</p>	<p style="text-align: right;">236</p> <p>1       <b>A. Potentially, yes.</b></p> <p>2       Q. And actually, right there in your 3 notes, it says -- under Walnut Creek current 4 responsibilities, it says -- the second-to-last --</p> <p>5       <b>A. Yes.</b></p> <p>6       Q. Leave the welfare auditing to 7 third-party groups that utilize approved industry 8 standard audits for each species?</p> <p>9       <b>A. I'm sorry, what -- oh.</b></p> <p>10      Q. Do you see that sentence?</p> <p>11      <b>A. So that's under Walnut Creek current 12 responsibilities, leave the welfare auditing to 13 third-party groups that utilize approved industry 14 standards, yes.</b></p> <p>15      Q. So Safeway used third-party companies 16 -- relied on third-party companies to audit egg 17 suppliers' facilities for compliance with UEP 18 guidelines; right?</p> <p>19      <b>A. That's what I have written there.</b></p> <p>20      Q. Do you have any reason to believe that 21 that statement is inaccurate as it represents how 22 audits were conducted in 2006?</p> <p>23      <b>A. No.</b></p> <p>24      <b>(Exhibit 25 was marked.)</b></p> <p>25      Q. (BY MR. FONTECILLA) I'm going to hand</p>
<p style="text-align: right;">235</p> <p>1 guidelines?</p> <p>2       <b>A. I would speculate -- I mean, I would 3 have to speculate the beginning dates. And I -- 4 until he left the company. I believe he's no 5 longer employed by Safeway. I believe.</b></p> <p>6       Q. And what would be the approximate start 7 date of his work in that capacity?</p> <p>8       <b>A. Prior to 2000.</b></p> <p>9       Q. The auditing process that is the 10 subject of this document, how does it work for 11 shell eggs -- I'm sorry, shell egg suppliers?</p> <p>12      <b>A. In general terms, that auditing group 13 has -- I can't -- several auditors based across the 14 country. I believe they're trained to audit a 15 multitude of products, any product that would fall 16 within the Safeway private label; products 17 including anything from frozen meals -- products 18 that would be included in the frozen meal, tortilla 19 shells, milk producers. Their capabilities, I 20 believe, are obviously vast.</b></p> <p>21      Q. And focusing specifically on shell egg 22 auditing under the process outlined in this 23 document, would it be that a third-party company 24 would be contracted by Safeway to perform audits of 25 the suppliers' facilities?</p>	<p style="text-align: right;">237</p> <p>1 you what's been marked as Exhibit 25. This is a 2 highly confidential document bearing Bates label 3 SFWEGED00042386. Ms. Littlefield, have you seen 4 this document before?</p> <p>5       <b>A. No, I'm not familiar with this.</b></p> <p>6       Q. Do you know who Tsu Wang is?</p> <p>7       <b>A. No.</b></p> <p>8       Q. Do you recognize any of the other names 9 in the recipient list of this e-mail?</p> <p>10      <b>A. I have heard the name Don Davidson.</b></p> <p>11      Q. And is he an employee of Safeway?</p> <p>12      <b>A. Yes.</b></p> <p>13      Q. And in the e-mail there's a signature 14 for Tsu Wang, and it says sourcing manager for 15 supply change?</p> <p>16      <b>A. Yes.</b></p> <p>17      Q. E-mail address at Safeway.com?</p> <p>18      <b>A. Yes.</b></p> <p>19      Q. And there's an attachment and it's a 20 PowerPoint presentation; the first page says, 21 Safeway Category Review, November 2008. 22       Do you see that?</p> <p>23      <b>A. Yes.</b></p> <p>24      Q. Have you ever seen this PowerPoint 25 before?</p>

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<p style="text-align: right;">238</p> <p>1           <b>A. No.</b></p> <p>2           Q. If you could turn to page 4 of the</p> <p>3           document, please. It's titled Freight RFP. Do you</p> <p>4           see that page?</p> <p>5           <b>A. Yes.</b></p> <p>6           Q. And RFP usually stands for request for</p> <p>7           proposal?</p> <p>8           <b>A. I did not know that.</b></p> <p>9           Q. Okay. It says, Suppliers invited, and</p> <p>10           it lists a series of companies; do you see that?</p> <p>11           <b>A. Yes.</b></p> <p>12           Q. Do you recognize some of those</p> <p>13           companies as egg suppliers of Safeway?</p> <p>14           <b>A. I recognize NuCal and Hillandale from</b></p> <p>15           discussions today. And I recognize Sparbo from</p> <p>16           some of the documents I've reviewed.</p> <p>17           Q. And what do you understand Sparbo to</p> <p>18           be? Do you understand them to be an egg supplier</p> <p>19           of Safeway?</p> <p>20           <b>A. Yes.</b></p> <p>21           Q. And if you look on this page to the</p> <p>22           last bullet point. Do you see that?</p> <p>23           <b>A. Yes.</b></p> <p>24           Q. Says, Sparbo cannot meet our UEP</p> <p>25           certified program so there will not be</p>	<p style="text-align: right;">240</p> <p>1           guidelines?</p> <p>2           <b>A. Yes.</b></p> <p>3           Q. Are there -- aside from that, are there</p> <p>4           any other uses of the audits that Safeway conducts</p> <p>5           of its egg suppliers?</p> <p>6           <b>A. I would be speculating but I assume</b></p> <p>7           <b>there are.</b></p> <p>8           <b>(Exhibit 26 was marked.)</b></p> <p>9           Q. Ms. Littlefield, I'm handing you what's</p> <p>10           been marked as Exhibit 26. This is a highly</p> <p>11           confidential document Bates-stamped SFWEGD00041376.</p> <p>12           This is an e-mail from you to Cathy East on March</p> <p>13           28, 2008; right?</p> <p>14           <b>A. Yes.</b></p> <p>15           Q. And it's titled, Summary of Third-Party</p> <p>16           Auditing Companies. Do you see that?</p> <p>17           <b>A. Yes.</b></p> <p>18           Q. Do you recall this e-mail exchange with</p> <p>19           Ms. East?</p> <p>20           <b>A. I'd like to review it for a moment,</b></p> <p>21           <b>please.</b></p> <p>22           Q. Please take your time. Ask some</p> <p>23           questions about that cover e-mail if you've had</p> <p>24           that chance to review that.</p> <p>25           <b>A. Sure.</b></p>
<p style="text-align: right;">239</p> <p>1           participating -- so they will not be participating</p> <p>2           on this year review.</p> <p>3           Do you see that?</p> <p>4           <b>A. Yes.</b></p> <p>5           Q. Are you aware of any time when Sparbo</p> <p>6           was not allowed to participate in a programmatic</p> <p>7           review by Safeway as a result of its failure to</p> <p>8           comply with UEP guidelines?</p> <p>9           <b>A. Not until today.</b></p> <p>10           Q. And would the conclusion made by the --</p> <p>11           by Safeway be any way as a result of audits</p> <p>12           conducted by Safeway?</p> <p>13           MR. MURRAY: Objection. Lack of</p> <p>14           foundation.</p> <p>15           <b>A. I can't answer that question.</b></p> <p>16           Q. (BY MR. FONTECILLA) Do you know what</p> <p>17           other purposes audits of Safeway's egg suppliers</p> <p>18           might be used for by other groups at Safeway?</p> <p>19           <b>A. Could you rephrase that question?</b></p> <p>20           Q. Sure. What are Safeway's audits used</p> <p>21           for, and specifically, audits related to egg</p> <p>22           suppliers?</p> <p>23           <b>A. To ensure that they are following the</b></p> <p>24           <b>guidelines we require.</b></p> <p>25           Q. And that would include animal welfare</p>	<p style="text-align: right;">241</p> <p>1           Q. Around this time of March 28, 2008,</p> <p>2           were third-party auditing companies that Safeway</p> <p>3           had been using for its egg suppliers becoming</p> <p>4           hesitant to participate in Safeway's audit process?</p> <p>5           <b>A. I'm not sure that these are referenced</b></p> <p>6           <b>as only egg supply auditors. These were approved</b></p> <p>7           <b>third-party auditors that were referenced within</b></p> <p>8           <b>other company documents as well, I believe.</b></p> <p>9           Q. And at the bottom of your e-mail, the</p> <p>10           last line says, There are alternative strategies</p> <p>11           Safeway could initiate to receive praise from these</p> <p>12           groups.</p> <p>13           Do you see that?</p> <p>14           <b>A. Yes.</b></p> <p>15           Q. Do you remember what you meant by that?</p> <p>16           <b>A. I believe this was something that I was</b></p> <p>17           <b>asked to research relative to a request that -- or</b></p> <p>18           <b>a request by an activist group that said that our</b></p> <p>19           <b>internal auditing program wasn't -- it was like the</b></p> <p>20           <b>fox watching the henhouse, and so they had</b></p> <p>21           <b>requested that we have a third-party auditing</b></p> <p>22           <b>company perform those audits. And this goes back</b></p> <p>23           <b>to the cage-free and cage egg auditing system to</b></p> <p>24           <b>where how could we identify caged versus non-caged</b></p> <p>25           <b>eggs.</b></p>

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<p style="text-align: center;">242</p> <p>1        And so the summary that you see  2        attached here are the auditing companies that were  3        approved third-party auditors within our company.  4        And I approached them because I had a list of these  5        companies. And as you can see, Siliker wasn't an  6        on-farm -- necessarily an on-farm auditing company  7        process management consulting at the time.  8        Abiline, I believe was not necessarily an on-farm  9        auditing company. They probably are now. Validus,  10      as you can see, I wrote here that they are  11      considered on-farm auditing experts.  12      Same thing with NSF Cook and Thurber  13      and Food Safety Net. So we at that time -- and I'm  14      sure there's documentation within what we've  15      reviewed, that Validus was approached and that,  16      again, was where probably some of the numbers of  17      farms and what have you came into our discussions  18      today, was to develop that third-party auditing  19      that would satisfy the request to have an outside  20      company review our farms for cage and cage-free --  21      Q. And --  22      A. -- eggs.  23      Q. And are all five of the companies  24      listed -- third-party auditing companies listed in  25      the attachment to Exhibit 26 auditing companies</p>	<p>1        the question.  2        A. I can't answer that question.  3        Q. (BY MR. FONTECILLA) What do you --  4        what did you mean when you put in this chart, Could  5        potentially audit a cage-free egg producer through  6        UEP guidelines for shell eggs?  7        A. Again, this document was providing  8        information to a potential third-party company that  9        could, in the future, as we developed an auditing  10      program, third-party validation program, they said  11      they could potentially work their way towards  12      auditing to UEP guidelines.  13      (Exhibit 27 was marked.)  14      Q. (BY MR. FONTECILLA) Handing you what's  15      been marked as Exhibit 27. Ms. Littlefield, this  16      is -- this is an e-mail chain that includes an  17      e-mail from you on September 15, 2008; right?  18      A. Yes.  19      Q. And you sent that e-mail to Brian  20      Dowling and Cathy East; right?  21      A. Yes.  22      Q. Titled, Follow up on 8W validation  23      audits; correct?  24      A. Correct.  25      Q. Do you recall sending this e-mail?</p>
<p style="text-align: center;">243</p> <p>1        that performed audits for Safeway of Safeway's egg  2        suppliers?  3        A. No.  4        Q. Which one of these companies from 1999  5        to 2008 performed audits of Safeway's egg  6        suppliers?  7        A. Honestly, I'm not -- I'm not certain  8        that Validus conducted on-farm audits.  9        Q. Under the first companies, Isclicur,  10      is that how you pronounce it?  11      A. Yes.  12      Q. There's a line halfway down that starts  13      with "could"; do you see that, the first one?  14      A. Yes.  15      Q. Could potentially audit a cage-free egg  16      producer for UEP guidelines for shell eggs. Do you  17      see that?  18      A. Yes.  19      Q. Is it -- was Safeway using third-party  20      auditors to audit its caged egg-laying hen  21      suppliers using UEP -- strike that question.  22      Was Safeway using third-party auditors  23      to audit its cage-free egg suppliers using UEP  24      guidelines?  25      MR. MURRAY: Objection to the form of</p>	<p>1        A. It's familiar as I look at it.  2        Q. So in the e-mail that you write,  3        there's a paragraph that starts about -- a little  4        over halfway down that says, In general.  5        A. Yes.  6        Q. And says, In general, the producer,  7        farmer, vendor is responsible for covering the cost  8        of a third-party animal welfare audit. The  9        producer will, in turn, recover those costs in the  10      product supply.  11      Do you see that?  12      A. Yes.  13      Q. Did you mean that -- that Safeway's  14      suppliers paid for the third-party audit of their  15      facilities in relation to the animal welfare  16      standards that Safeway requires?  17      A. No. This would be -- this is in  18      reference to a third-party audit. Maybe repeat the  19      question. I'm not sure.  20      Q. Sure. Safeway hires third-party  21      auditors to audit its suppliers; right?  22      A. Right.  23      Q. And that includes egg suppliers to  24      Safeway; right?  25      A. Right.</p>

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<p style="text-align: center;">246</p> <p>1 Q. And do the egg suppliers pay for the 2 cost of that third-party audit?</p> <p>3 <b>A. I think the intention would be yes.</b></p> <p>4 Q. And do they?</p> <p>5 <b>A. I believe so.</b></p> <p>6 Q. And here you state that, The producer 7 will, in turn, recover those costs in the product 8 supply?</p> <p>9 <b>A. Right, so increase the cost of the 10 product they are supplying.</b></p> <p>11 Q. So as a result of increased cost to 12 comply with Safeway's animal welfare guidelines, 13 you expected the producer to raise its costs to 14 cover that increased cost of the audit; right?</p> <p>15 <b>A. Yes.</b></p> <p>16 MR. FONTECILLA: Why don't we take a 17 quick break and I'll see if I have any questions 18 left.</p> <p>19 MR. MURRAY: Okay.</p> <p>20 THE VIDEOGRAPHER: Off the record at 21 5:32.</p> <p>22 (Recess had from 5:32 p.m. to 5:38 p.m.)</p> <p>23 THE VIDEOGRAPHER: On the record, at 24 5:38. Off the record, end of tape seven, at 5:38. 25 On the record, this begins tape 8,</p>	<p style="text-align: center;">248</p> <p>1 campaign; right?</p> <p>2 MR. MURRAY: Where does it say that?</p> <p>3 <b>A. I don't see that.</b></p> <p>4 Q. (BY MR. FONTECILLA) Okay. So let's 5 just take it a step at a time. In the first 6 sentence says, Today following more than a hundred 7 demonstrations in all 20 states and four Canadian 8 provinces where Safeway and its subsidiaries 9 operate, PETA declared a moratorium on its boycott 10 of Safeway?</p> <p>11 <b>A. I see that, yes.</b></p> <p>12 Q. The company announced that it has 13 agreed to PETA's demands to implement new minimum 14 standards of animal welfare.</p> <p>15 Do you see that?</p> <p>16 <b>A. Yes.</b></p> <p>17 Q. So does the press release reflect an 18 agreement between Safeway and PETA regarding 19 Safeway's animal welfare practices?</p> <p>20 MR. MURRAY: Objection to the form of 21 the question. Misstates the document.</p> <p>22 <b>A. You know, this press release is from 23 PETA. And I -- I would need a Safeway document 24 that stated that they had made -- or that they had 25 made an agreement.</b></p>
<p style="text-align: center;">247</p> <p>1 March 19, 2014, Virginia Littlefield, at 5:41. 2 (Exhibit 28 was marked.)</p> <p>3 Q. (BY MR. FONTECILLA) Ms. Littlefield, 4 I've handed you what's been marked as Exhibit 27 (sic).</p> <p>5 <b>A. Yes.</b></p> <p>6 Q. And this is a PETA press release; 7 right?</p> <p>8 <b>A. Uh-huh. Yes, excuse me. I was taking 9 a drink.</b></p> <p>10 Q. And it's titled, PETA calls off Safeway 11 boycott, first US grocery chain ever to agree to 12 improve lot of farm animals. Do you see that?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. And it's dated May 15, 2002?</p> <p>15 <b>A. Yes.</b></p> <p>16 Q. Do you remember when PETA called off 17 its Safeway boycott?</p> <p>18 <b>A. Very vaguely.</b></p> <p>19 Q. And this relates to the Shameway 20 campaign that we discussed earlier; right?</p> <p>21 <b>A. Correct.</b></p> <p>22 Q. And this press release details an 23 agreement between PETA and Safeway by which PETA 24 will agree to declare a moratorium on its Shameway</p>	<p style="text-align: center;">249</p> <p>1 Q. (BY MR. FONTECILLA) Separate from the 2 press release, are you aware whether Safeway and 3 PETA came to an agreement regarding this Shameway 4 campaign that Safeway called off in May of 2002?</p> <p>5 MR. MURRAY: Object to the form of the 6 question.</p> <p>7 <b>A. No, I'm not aware.</b></p> <p>8 Q. (BY MR. FONTECILLA) Why did Safeway -- 9 what is Safeway's understanding of why PETA called 10 off its Shameway campaign?</p> <p>11 MR. MURRAY: Object to the form of the 12 question.</p> <p>13 <b>A. I would be speculating.</b></p> <p>14 Q. (BY MR. FONTECILLA) Is it Safeway's 15 opinion that PETA voluntarily called off the 16 campaign without reason?</p> <p>17 <b>A. That would also be speculating.</b></p> <p>18 Q. So it says here in the PETA press 19 release that the company announced that it has 20 agreed to PETA's demands to implement new minimum 21 standards of animal welfare; right? That's what it 22 says?</p> <p>23 <b>A. It says that, yes, in this document.</b></p> <p>24 Q. Do you recall in or around May of 2002, 25 Safeway announcing that it had adopted minimum</p>

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<p style="text-align: right;">250</p> <p>1 standards of animal welfare?</p> <p>2 <b>A. Not to my recollection.</b></p> <p>3 Q. And in the next paragraph, it says,</p> <p>4 PETA's agreement with Safeway includes, and then</p> <p>5 has two bullet points. Do you see that?</p> <p>6 <b>A. Yes.</b></p> <p>7 Q. And in the second bullet point it says,</p> <p>8 Implementation within 6 to 18 months of</p> <p>9 soon-to-be-released guidelines from the Food</p> <p>10 Marketing Institute which are expected to include</p> <p>11 unannounced inspections of slaughterhouses, animal</p> <p>12 handling, verification guidelines, increased cage</p> <p>13 space for laying hens, humane handling procedures</p> <p>14 for chickens and slaughterhouses, and refusal to</p> <p>15 buy from suppliers that starve chickens in order to</p> <p>16 induce an extra laying cycle.</p> <p>17 Do you see that?</p> <p>18 <b>A. I see it, yes.</b></p> <p>19 Q. Some of the things described in that</p> <p>20 bullet point are consistent with UEP guidelines;</p> <p>21 right?</p> <p>22 <b>A. Yes.</b></p> <p>23 Q. And specifically, the cage space</p> <p>24 requirement for laying hens; right?</p> <p>25 <b>A. Correct.</b></p>	<p style="text-align: right;">252</p> <p>1 MR. MURRAY: Objection. It</p> <p>2 mischaracterizes the document. It talks about --</p> <p>3 MR. FONTECILLA: I'm not talking about</p> <p>4 the document.</p> <p>5 MR. MURRAY: Okay.</p> <p>6 Q. (BY MR. FONTECILLA) Ms. Littlefield,</p> <p>7 in May of 2002, do you know whether around that</p> <p>8 timeframe Safeway released a policy about animal</p> <p>9 welfare guidelines for egg suppliers?</p> <p>10 <b>A. No, I'm not aware.</b></p> <p>11 Q. Did -- are you aware of Safeway making</p> <p>12 any announcements that it would comply with</p> <p>13 guidelines released by FMI related to animal</p> <p>14 welfare standards for egg suppliers?</p> <p>15 <b>A. No, I'm not aware.</b></p> <p>16 <b>(Exhibit 29 was marked.)</b></p> <p>17 Q. (BY MR. FONTECILLA) You have in front</p> <p>18 of you what's been marked as Exhibit 28 (sic). Do</p> <p>19 you recognize this document, Ms. Littlefield?</p> <p>20 <b>A. Yes.</b></p> <p>21 Q. And how do you recognize this document?</p> <p>22 <b>A. I think I've reviewed it previously.</b></p> <p>23 <b>It's not in my immediate memory.</b></p> <p>24 Q. When did you review this document?</p> <p>25 <b>A. Sometime between two thousand --</b></p>
<p style="text-align: right;">251</p> <p>1 Q. And then the last one, the one that</p> <p>2 refers to molting, suppliers that starve chickens</p> <p>3 in order to induce an extra laying cycle; right?</p> <p>4 <b>A. Yes.</b></p> <p>5 Q. And the PETA press release states that</p> <p>6 Safeway has agreed to implement certain standards</p> <p>7 requiring those two topics; right? That's what the</p> <p>8 press release states?</p> <p>9 <b>A. This press release states that;</b></p> <p>10 <b>correct.</b></p> <p>11 Q. Did Safeway in May of 2002 agree to</p> <p>12 implement those guidelines related to cage space</p> <p>13 requirements and molting?</p> <p>14 <b>A. Again, that would be speculation. I do</b></p> <p>15 <b>not -- I don't have direct contact with outside</b></p> <p>16 <b>groups like this.</b></p> <p>17 Q. But I'm talking about what Safeway did</p> <p>18 in 2002, its internal policies and practices. Did</p> <p>19 Safeway adopt a policy requiring cage space minimum</p> <p>20 and molting programs -- let me strike that</p> <p>21 question.</p> <p>22 In or about May of 2002, are you aware</p> <p>23 whether Safeway announced an animal welfare policy</p> <p>24 that included cage space requirements and molting</p> <p>25 policies?</p>	<p style="text-align: right;">253</p> <p>1 <b>probably four -- and 2008.</b></p> <p>2 Q. And why did you review this document</p> <p>3 around that time?</p> <p>4 <b>A. To become familiar with the UEP</b></p> <p>5 <b>guidelines for animal husbandry.</b></p> <p>6 Q. And did you need to become familiar</p> <p>7 with the guidelines as part of your role on the</p> <p>8 animal welfare council?</p> <p>9 <b>A. Yes.</b></p> <p>10 Q. And did you need to become familiar</p> <p>11 with the UEP guidelines in connection with your</p> <p>12 role in auditing egg suppliers?</p> <p>13 <b>A. Yes.</b></p> <p>14 Q. And how have you used your knowledge of</p> <p>15 the UEP guidelines in your work?</p> <p>16 <b>A. Honestly, the bulk of my</b></p> <p>17 <b>responsibilities is within the meat animal</b></p> <p>18 <b>production areas. I touch on egg-related issues</b></p> <p>19 <b>very infrequently.</b></p> <p>20 Q. If you flip to, please, the second</p> <p>21 to -- or the third-to-last page; it is stamped 184.</p> <p>22 The label at the top of this page says</p> <p>23 "Compliance." Do you see that?</p> <p>24 <b>A. Yes.</b></p> <p>25 Q. Are you familiar with the UEP</p>

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<p style="text-align: right;">254</p> <p>1 guidelines as they relate to the compliance content 2 on this page?</p> <p>3 <b>A. I'd like to review the content, please.</b> 4 <b>Can you restate your question, please?</b></p> <p>5 Q. Sure. Are you familiar with the UEP 6 guidelines related to compliance that are stated on 7 this page?</p> <p>8 <b>A. Vaguely familiar, yes.</b></p> <p>9 Q. And does Safeway require its egg 10 suppliers to comply with the UEP guidelines 11 consistent with how the compliance guidelines are 12 stated on this page?</p> <p>13 <b>A. I would be speculating. I'm not sure.</b></p> <p>14 Q. Earlier, very earlier, in the day, you 15 testified that you were not aware of any 16 certification related to the UEP guidelines; do you 17 remember that?</p> <p>18 <b>A. Required certification, yes.</b></p> <p>19 Q. Do you see the second section on this 20 page titled "Certification"; right?</p> <p>21 <b>A. Correct.</b></p> <p>22 Q. And it says, Until such time that the 23 first audit is conducted, each egg-producing 24 company having filed for an application for 25 certification will be provided a provisional</p>	<p style="text-align: right;">256</p> <p>1 <b>A. No. And I -- no, they don't need</b> 2 <b>this -- gosh, excuse me -- certification. We</b> 3 <b>recommend that they follow the guidelines for</b> 4 <b>animal care.</b></p> <p>5 Q. In fact, we saw some supply agreements 6 from Safeway where it says that the supplier must 7 comply with the UEP guidelines; right?</p> <p>8 <b>A. Honestly, it's been a long day and I</b> 9 <b>can't answer that question.</b></p> <p>10 Q. Do you recall going over some supply --</p> <p>11 <b>A. Could you refer back to the document?</b></p> <p>12 Q. Sure. I believe it was Exhibit 21. I 13 believe Mr. Murphy (sic) has it in front of him.</p> <p>14 MR. MURRAY: Is this the document? I 15 think it's 20.</p> <p>16 MR. FONTECILLA: 20, yes. You're 17 right.</p> <p>18 MR. MURRAY: It's 20. One more.</p> <p>19 Q. (BY MR. FONTECILLA) On the last page, 20 remember we looked at that specification sheet and 21 there was a section there where it says that the 22 supplier must comply with UEP guidelines. Do you 23 see that again?</p> <p>24 <b>A. Comply with the guidelines. I don't</b> 25 <b>see that as a reference to must be certified.</b></p>
<p style="text-align: right;">255</p> <p>1 certification number. Upon completion of the audit 2 and a passing grade, the company will be fully 3 certified. To maintain this certification, the 4 company must agree that the auditor will provide 5 directly to UEP a copy of the audit results.</p> <p>6 Do you see that?</p> <p>7 <b>A. Yes.</b></p> <p>8 Q. Does that refresh your recollection 9 about whether there is a certification aspect to 10 the UEP guidelines that Safeway uses?</p> <p>11 MR. MURRAY: Objection to the form of 12 the question. Your -- I'm going to raise an 13 objection to your prior question about 14 certification. It misstate her prior testimony.</p> <p>15 <b>A. Could you restate that again?</b></p> <p>16 Q. (BY MR. FONTECILLA) Sure. Does 17 looking at the UEP guidelines again today refresh 18 your recollection about what your understanding is 19 with regards to certification of UEP guidelines?</p> <p>20 <b>A. It refreshes the certification from the</b> 21 <b>information here, but I'm -- I guess I'm unclear on</b> 22 <b>the question that you're asking.</b></p> <p>23 Q. Sure. Do egg suppliers that supply to 24 Safeway have to be certified as described in this 25 paragraph on this page?</p>	<p style="text-align: right;">257</p> <p>1 Q. Right.</p> <p>2 <b>A. That's how I'm interpreting your</b> 3 <b>question.</b></p> <p>4 Q. Okay. When it says must comply with 5 the guidelines, it's referring to this document 6 that you have in front of you as Exhibit 28; right?</p> <p>7 MR. MURRAY: Objection to the form of 8 the question.</p> <p>9 <b>A. Say that one more time.</b></p> <p>10 Q. (BY MR. FONTECILLA) This entire 11 Exhibit 28.</p> <p>12 <b>A. Right.</b></p> <p>13 Q. Right in front of you.</p> <p>14 <b>A. Right.</b></p> <p>15 Q. This entire document is the UEP 16 guidelines; right?</p> <p>17 <b>A. Correct.</b></p> <p>18 Q. And that's what is referred to in this 19 specification sheet as an egg supplier having to 20 comply with?</p> <p>21 <b>A. Correct.</b></p> <p>22 Q. Okay. And that -- and then we look at 23 inside the guidelines, and it says that an 24 egg-producing company has to file an application 25 for certification?</p>

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<p style="text-align: right;">258</p> <p>1           <b>A. Yes.</b></p> <p>2           Q. And then has to maintain the</p> <p>3           certification, has to do certain things in order to</p> <p>4           maintain the certification; right?</p> <p>5           <b>A. Correct.</b></p> <p>6           Q. Okay. And then on the next page of</p> <p>7           Exhibit 28, it states that -- on the last bullet</p> <p>8           point, that the FMI and the National Council of</p> <p>9           Chain Restaurants has reviewed these guidelines.</p> <p>10          Do you see that?</p> <p>11          <b>A. Yes.</b></p> <p>12          Q. Is it your understanding that FMI</p> <p>13          reviewed these guidelines before they were issued,</p> <p>14          as stated on the first page in 2002?</p> <p>15          MR. MURRAY: Objection. Calls for</p> <p>16          speculation.</p> <p>17          <b>A. I would have no idea.</b></p> <p>18          Q. (BY MR. FONTECILLA) Ms. Littlefield,</p> <p>19          are you aware that Safeway has filed a lawsuit in</p> <p>20          relation to the UEP guidelines?</p> <p>21          <b>A. No.</b></p> <p>22          Q. What is your understanding of the case</p> <p>23          that is at issue and why you're here testifying</p> <p>24          today?</p> <p>25          MR. MURRAY: Objection. Outside the</p>	<p style="text-align: right;">260</p> <p>1           Q. Are those your handwritten notes?</p> <p>2           <b>A. Yes.</b></p> <p>3           Q. And may I see those, please.</p> <p>4           MR. MURRAY: You're going to take them</p> <p>5           from her, I assume.</p> <p>6           (Exhibit 30 was marked.)</p> <p>7           Q. (BY MR. FONTECILLA) I'm going to mark</p> <p>8           these as Exhibit 29 (sic). And these are -- when</p> <p>9           did you make these handwritten notes?</p> <p>10          <b>A. Yesterday.</b></p> <p>11          Q. And have you been reviewing and relying</p> <p>12          on these notes throughout today's deposition?</p> <p>13          <b>A. Yes, at certain points.</b></p> <p>14          Q. And you relied on these notes in</p> <p>15          answering your questions today; correct?</p> <p>16          <b>A. Yes.</b></p> <p>17          Q. Who is Mike Siemens?</p> <p>18          <b>A. He is a member of our animal welfare</b></p> <p>19          <b>committee.</b></p> <p>20          Q. Is he an employee of Safeway?</p> <p>21          <b>A. No.</b></p> <p>22          MR. FONTECILLA: I have no further</p> <p>23          questions.</p> <p>24          MR. MURRAY: Anyone on the phone have</p> <p>25          any questions?</p>
<p style="text-align: right;">259</p> <p>1           scope. Calls for a legal conclusion. You can</p> <p>2           answer to the extent you know. And in answering, I</p> <p>3           would caution you against revealing any</p> <p>4           communications you had with your lawyers. If you</p> <p>5           can answer that question without revealing the</p> <p>6           content of any communications you had about with</p> <p>7           your lawyers, go ahead and do so.</p> <p>8           <b>A. I can only answer I've vaguely reviewed</b></p> <p>9           <b>the complaint.</b></p> <p>10          Q. (BY MR. FONTECILLA) Okay. You have in</p> <p>11          front of you --</p> <p>12          <b>A. I read --</b></p> <p>13          Q. I'm sorry. I didn't mean to --</p> <p>14          <b>A. I read through the complaint for today.</b></p> <p>15          <b>Is that what you're asking me to clarify?</b></p> <p>16          Q. I'm asking you in your personal</p> <p>17          capacity, what do you know about the allegations in</p> <p>18          that complaint that you reviewed, from your review</p> <p>19          and not from anything your counsel told you?</p> <p>20          <b>A. That egg producers did some things to</b></p> <p>21          <b>reduce the egg supply to increase the prices of</b></p> <p>22          <b>eggs.</b></p> <p>23          Q. Okay. You have in front of you what</p> <p>24          looks to be handwritten notes.</p> <p>25          <b>A. Yes.</b></p>	<p style="text-align: right;">261</p> <p>1           MR. YOUNG: No, I don't have any</p> <p>2           questions.</p> <p>3           MR. NARINE: No questions from</p> <p>4           Indirect.</p> <p>5           MR. MURRAY: I have no questions. We</p> <p>6           designate the entire deposition confidential --</p> <p>7           highly confidential under the protective order and</p> <p>8           do not waive reading and signing.</p> <p>9           MR. FONTECILLA: And I have one more</p> <p>10          statement to read into the record. Defense counsel</p> <p>11          would like to reserve the right to reopen the</p> <p>12          deposition on the basis that the witness was not</p> <p>13          properly prepared to testify as a corporate</p> <p>14          designee in regards to certain topics. And we'll</p> <p>15          reserve our rights subject to how the other</p> <p>16          depositions of Safeway's other 30(b)(6) witnesses</p> <p>17          turn out.</p> <p>18          MR. MURRAY: And I strongly disagree</p> <p>19          with that statement. The witness sat here for</p> <p>20          seven hours and answered questions. She prepared</p> <p>21          for a number of hours and even brought in notes</p> <p>22          that she took to provide her with facts and</p> <p>23          information related to those topics that would help</p> <p>24          her respond to questions.</p> <p>25          THE VIDEOGRAPHER: Off the record, end</p>

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HIGHLY CONFIDENTIAL

Littlefield, Virginia G.

March 19, 2014

67 (Pages 262 to 264)

<p style="text-align: right;">262</p> <p>1 of deposition, end of tape 8, at 6:02.  2 (The proceedings were adjourned at the  3 hour of 6:02 p.m.)  4  5  6  7  8  9  10  11  12  13  14  15  16  17  18  19  20  21  22  23  24  25</p>	<p style="text-align: right;">264</p> <p>1  2 REPORTER'S CERTIFICATE  3  4 STATE OF COLORADO )  5 ) ss.  6 COUNTY OF ADAMS )  7 I, DEBBIE ZOETEWEY, Registered Merit  8 Reporter and Notary Public, State of Colorado,  9 do hereby certify that previous to the  10 commencement of the examination, the said  11 VIRGINIA G. LITTLEFIELD was duly sworn by me to  12 testify to the truth in relation to the matters  13 in controversy between the parties hereto; that  14 the said deposition was taken in machine  15 shorthand by me at the time and place aforesaid  16 and was thereafter reduced to typewritten form,  17 consisting of 264 pages herein; that the  18 foregoing is a true transcript of the questions  19 asked, testimony given, and proceedings had.  20 I further certify that I am not employed  21 by, related to, nor counsel for any of the parties  22 herein, nor otherwise interested in the outcome of  23 this litigation.  24 IN WITNESS WHEREOF, I have affixed my  25 signature this 2nd day of April 2014.</p>
<p style="text-align: right;">263</p> <p>1 I, VIRGINIA G. LITTLEFIELD, do hereby  2 certify that I have read the above and foregoing  3 deposition and that the same is a true and accurate  4 transcription of my testimony, except for attached  5 amendments, if any.  6 Amendments attached ( ) Yes ( ) No  7  8 <u>VIRGINIA G. LITTLEFIELD</u>  9  10 The signature above of VIRGINIA G.  11 LITTLEFIELD was subscribed and sworn to before  12 me in the county of _____, state of  13 Colorado, this _____ day of _____,  14 2014.  15  16 _____  17 Notary Public  18 My commission expires  19  20  21  22  23  24  25</p>	

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